

**Format of Quarterly Compliance Report on Corporate Governance**

Name of the Company : **MINDVISION CAPITAL LTD.**  
 Quarter ending on : **30-09-2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II Board of Directors</b>	49 II	YES	
(A) Composition of Board	49(IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)		NO COMPENSATION PAID
(D) Other provisions as to Board and Committees	49 (IID)	YES	PERIODICAL REVIEW IS DONE
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49(IIF)	YES	
<b>III. Audit Committee</b>	49 (II)	YES	
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49(IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)		
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	NO SUBSIDIARY COMPANY
<b>VI. RISK MANAGEMENT</b>	49 (VI)	YES	
<b>VII. RELATED PARTY TRANSACTIONS</b>	49 (VII)	YES	AS PER AS-18 OF ICAI
<b>VIII. Disclosures</b>	49 (VIII)	YES	
(A) Related Party Transactions	49 (VIIIA)	YES	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	
(C) Remuneration of Directors	49 (VIIC)	YES	REMUNERATION TO EX.CH./EX.DIRECTORS/WTD ARE PAID AS PER PROVISIONS
(D) Management	49 (VIID)	YES	
(E) Shareholders	49 (VIIIE)	YES	-
(F) Disclosure of resignation of directors	49(VIIIF)	YES	-
(G) Disclosure of formal letter of Appointment	49(VIIIG)	YES	-
(H) Disclosures in the Annual Report	49(VIIIH)	YES	ALL DISCLOSURES MADE IN ANNUAL REPORT FOR F.Y. 2013-14
(I) Proceeds from Public Issue, rights issue, preferential issue etc.	49(VIII I)	N.A.	-

<b>IX. CEO/CFO Certification</b>	49 (IX)	YES	
<b>X. Report on Corporate Governance</b>	49 (X)	YES	ALREADY GIVEN IN ANNUAL REPORT 2013-14
<b>XI. Compliance</b>	49 (XI)	YES	COMPLIANCE CERTIFICATE OBTAINED FROM PRACTISING COMPANY SECRETARY ENCLOSED WITH ANNUAL REPORT OF 2013-14

**FOR MINDVISION CAPITAL LTD.,**

*Prahala V. Patil*  
  
 (DIRECTOR / AUTHORIZED SIGNATORY)