

**Quarterly Compliance Report on Corporate Governance.**

Name of the Company: **Educomp Solutions Ltd.**

Quarter Ending on: **30<sup>st</sup> June, 2015**

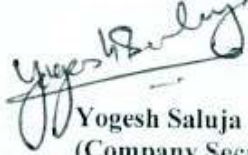
Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)	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)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	During the quarter the company has entered into the transactions with the related parties which are not material.

**Educomp Solutions Limited**  
**CIN:-L74999DL1994PLC061353**  
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).  
 Tel.: 91-124-4529000. Fax: 91-124-4529039.  
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.  
 Tel.: 91-11-25755920. Fax: 91-11-25766775.  
 Web site [www.educomp.com](http://www.educomp.com)  
 Bangalore, Mumbai, Chennai, Hyderabad.



(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	N.A	
<b>IX. CEO/CFO Certification</b>	49 (IX)	N.A	To be complied in next Annual Report
<b>X. Report on Corporate Governance</b>	49 (X)	N.A	To be complied in next Annual Report
<b>XI. Compliance</b>	49 (XI)	N.A	To be complied in next AGM

For Educomp Solutions Limited



**Yogesh Saluja**  
(Company Secretary)

Membership No:- A21916

Address:-3/206, Subhash Nagar, New Delhi-110027



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