

Quarterly Compliance Report on Corporate Governance

Name of the Company : Indo Thai Securities Limited

Quarter ending on : 31st December, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)	-	
(A) Composition of Board	49 (IIA)	Yes	The composition of the Board of the Company is in line with the requirements of Clause 49.
(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	
III. Audit Committee	49 (III)	-	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Established
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	Empowered
(D) Role of Audit Committee	49 (IIID)	Yes	Role of Audit Committee has been specified
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	The Audit Committee reviews all the information specified
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Established
V. Subsidiary Companies	49 (V)	Yes	Company has dis-invested its total shareholding from M/s Indo Thai Fincap Limited. Now Company has only one Subsidiary Company i.e. M/s Indo Thai Realities Limited
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)	-	
(A) Related party transactions	49 (VIIIA)	Yes	- Company has paid Lease Rent of Rs.141690 and Rs. 283380 to partnership firms M/s Sun Décor World and M/s Balmukund Ramkishan Bang



			respectively. - Company has sold its investment in M/s Indo Thai Fincap Limited @ Rs.10.90 per equity share
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Disclosed in the Annual Report for the year 2013-14. It will also be disclosed in the Annual Report for the year 2014-15
(D) Management	49 (VIII D)	Yes	Management Discussion and Analysis was furnished in the Annual Report for the year 2013-14. It will also be furnished in the Annual Report for the year 2014-15.
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Not Applicable	The full money raised through Initial Public Issue has been fully spent in quarter ended on 30.06.2014
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	Furnished in the Annual Report for the year 2013-14. It will also be furnished in the Annual Report for the year 2014-15.
XI. Compliance	49 (XI)	Yes	Certificate from the Practicing Company Secretary on compliance with conditions of Corporate Governance was part of the Annual Report for the year 2013-14. The Certificate will also be attached with the Annual Report for the year 2014-15.

For Indo Thai Securities Ltd.


Anurag Kumar Saxena
(Company Secretary cum Compliance Officer)

Date : January 14, 2015
Place : Indore