



CIN Number: L21010MH1992PLC069527

October 9, 2015

REF.: SEC/ IIQTR /2015-16

To,
Ms. Chitra Sekhar
DCS-CRD
Bombay Stock Exchange Limited,
1st Floor, Rotunda Bldg.,
B. S. Marg,
Fort,
Mumbai – 400 001.

Dear Madam,

Subject: Submission of Quarterly Compliance Report on Corporate Governance


We are enclosing herewith the Quarterly Compliance Report on Corporate Governance for the Second Quarter ended on 30-09-2015 as per Clause 49 of the Listing Agreement.

Please find the same in order and acknowledge a receipt for the same.

Thanking you.

Yours' Faithfully,

FOR METROGLOBAL LIMITED,


NITIN S.SHAH
COMPANY SECRETARY



Encl. As above



CIN Number: L21010MH1992PLC069527

Quarterly Compliance Report on Corporate GovernanceName of the Company: **Metroglobal Limited**Quarter ending on: **30th September, 2015**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
1	2	3	4
II Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	Board has already appointed Smt. Krati R. Jain as a Woman Director.
(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	
(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	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V.Subsidiary Companies	49 (V)	Yes.	Subsidiary is a listed Company
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
IV. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	There were no material transactions with related parties during the quarter ended 30-09-2015.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	shall be complied in the next Annual Report
(D) Management	49 (VIII D)	Yes	shall be complied in the next Annual Report
(E) Shareholders	49 (VIII E)	Yes	shall be complied in the next Annual Report
(F) Proceeds from Public Issues, rights issue and preferential Issue	49 (VIII F)	No	Company has not come out with any Public Issues, Right Issues, Preferential Issues etc.





IX.CEO/CFO Certification	49 (IX)	Yes	shall be complied in the next Annual Report
X. Report on Corporate Governance	49 (X)	Yes	shall be complied in the next Annual Report
XI. Compliance	49 (XI)	Yes	shall be complied in the next Annual Report


Note:

1) The details under each head shall be provided to incorporate all the information required as per the provisions of the clause 49 of the Listing Agreement.

2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has not come out with an IPO, the words "N.A." may be indicated against 49 (VII).

3) In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "shall be complied in the next Annual Report" may be indicated.

For MetroGlobal Limited


Nitin Shah
Compliance Officer

