

# ESAAAR (INDIA) LIMITED

CIN: L67120MH1951PLC222871

Regd. Off: Unit No. 802, Ghanshyam Enclave,  
New Link Road, Near Lalajipada Police Station,  
Kandivali (West), Mumbai- 400067

Tel No.: 9022241084 / 022-60605677  
Email Id: esaarindiaLtd@gmail.com  
Website: www.esaarindia.com

Dated: 10/04/2015

To,  
The Bombay Stock Exchange Ltd  
Corporate Relationship Dept,  
1st Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai – 400 001

BSE Scrip Code: 531502

Sub: Corporate Governance Report for the Quarter Ended 31/03/2015

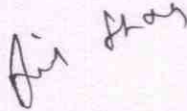
Dear Sir,

In terms of Clause 49 of the Listing Agreement, we are enclosing herewith Corporate Governance Report in the prescribed format of the exchange for the quarter ended 31st March, 2015 for your information and record.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,  
For Esaar (India) Ltd



Dheeraj Shah  
(Managing Director)



Encl: a/a.



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## Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : Esaar (India) Limited  
Quarter ending on : 31<sup>st</sup> March, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)	Yes	Constituted as per the provisions of Clause 49(II) read with the Companies Act, 2013.
(A) Composition of Board	49(IIA)	Yes	Composition is as per the provisions of Clause 49(IIA) read with the Companies Act, 2013.
(B) Independent Director	49 (IIB)	Yes	Composition is as per the provisions of Clause 49(IIB) read with the Companies Act, 2013.
(C) Non- Executive Directors' compensation & disclosures	49 (IIC)	Yes	No fees / Compensation paid to Non-Executive Directors, including Independent Directors during this Quarter.
D) Other provisions as to Board and Committee	49 (IID)	Yes	Board Meetings, Memberships or Chairman in Committees and the information to be furnished before Board Meetings are as per the provisions of Clause 49(IID) read with the Companies Act, 2013.
E) Code of Conduct	49(IIE)	Yes	Code of Conduct has been laid down by the Board as per the provisions of Clause 49(IIE) read with the provisions of Companies Act, 2013.
F) Whistle Blower Policy	49(IIF)	Yes	The Company has adopted Whistle Blower Policy.
<b>III. Audit Committee</b>	49 (III)	Yes	Committee formed as per the provisions of Clause 49(III) read with the provisions of Companies Act, 2013.
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Members of the Audit Committee are as per the provisions of Clause 49(IIIA) read with the provisions of Companies Act, 2013.

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(B) Meeting of Audit Committee	49 (IIIB)	Yes	Meetings of the Audit Committee are conducted as per the provisions of Clause 49(IIIB) read with the provisions of the Companies Act, 2013.
(C) Powers of Audit Committee	49 (IIIC)	Yes	The Powers of Audit Committee includes the powers stated under Clause 49(IIIC) read with the provisions of the Companies Act, 2013.
(D) Role of Audit Committee	49 (IIID)	Yes	The Role of the Audit Committee includes the points given under the Clause 49(IIID) read with the provisions of the Companies Act, 2013.
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	The matters reviewed by Audit Committee include the information given under Clause 49(IIIE) read with the provisions of the Companies Act, 2013.
IV. Nomination and Remuneration Committee	49(IV)	Yes	Committee formed as per the provisions of Clause 49(IV) read with the provisions of Companies Act, 2013.
V. Subsidiary Companies	49 (V)	Not Applicable	The Company does not have any subsidiary
VI. Risk Management	49 (VI)	Yes	Constitution of Risk Management Committee is not applicable to Company.
VII. Related Party Transaction	49 (VII)	Yes	Will be complied in the Annual Report for Financial Year 2014-2015.
VIII. Disclosures	49 (VIII)		The Company has complied with the disclosures to be made under clause 49(VIII)
(A) Related Party Transaction	49 (VIIIA)	Yes	Will be complied in the Annual Report for Financial Year 2014-2015.
(B) Disclosures of Accounting Treatment	49(VIIIB)	Yes	The Company is following prescribed Accounting Standards, so there is no different treatment from prescribed Accounting Standards in the preparation of Financial Statements.

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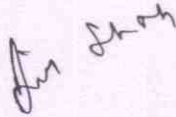
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(C) Remuneration of Directors	49 (VIIC)	Yes	Will be complied in the Annual Report 2014-2015
(D) Management	49 (VIID)	Yes	Management Discussion and Analysis Report to the Shareholders & the other relevant information will be complied in the Annual Report for Financial Year 2014-2015.
(E) Shareholders	49 (VIIE)	Yes	The Company has been complying with all the provisions given under Clause 49(VIIE)
(F) Proceeds from public issue, rights issue, preferential issue etc	49(VIIF)	Yes	The Company has not raised any Money through Preferential issue / Rights issue / Public Issue during this Quarter.
IX. CEO/CFO Certification	49(IX)	Yes	Will be complied in the Annual Report for Financial Year 2014-2015.
X. Report on Corporate Governance	49(X)	Yes	Will be complied in the Annual Report for Financial Year 2014-2015.
XI. Compliance	49(XI)	Yes	Will be complied in the Annual Report for Financial Year 2014-2015.

For Esaar (India) Limited



Dheeraj Shah  
(M.D. & Compliance Officer)

Place: Mumbai

Date: 09/04/2015