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SAWACA

BUSINESS MACHINES LTD.

Website: www.sawacabusiness.com

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company: **SAWACA BUSINESS MACHINES LIMITED**
Quarter ending on: **30TH SEPTEMBER 2015.**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
1	2	3	4
II Board of Directors	49 (II)	Yes	--
(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)	N.A.	Mechanism will be disclosed in the Annual Report for the 2015-16.
III. Audit Committee	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	--
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related Party Transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Complied for 2014-15. For 2015-16, it Will be compiled in Annual Report.
(C) Remuneration of Directors	49 (VIIIC)	Yes.	Complied for 2014-15. For 2015-16, it Will be compiled in Annual Report.
(D) Management	49 (VIIID)	Yes.	Complied for 2014-15. For 2015-16, it Will be compiled in Annual Report.
(E) Shareholders	49 (VIIIE)	Yes.	--
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIIIF)	N. A.	Not raised any funds by Public Issue, RI, Pref. issue during the current year.
IX. CEO/CFO Certification	49 (IX)	Yes	--
X. Report on Corporate Governance	49 (X)	Yes.	Complied for 2014-15. For 2015-16, it Will be compiled in Annual Report.
XI. Compliance	49 (XII)	Yes	--

For, Sawaca Business Machines Limited.

Director.