

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT**

Name of the Company : PEARL GLOBAL INDUSTRIES LIMITED

Quarter ending on : SEPTEMBER 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (II A)	Yes	-
(B) Independent Directors	49 (II B)	Yes	-
(C) Non-Executive Director's compensation & Disclosures	49 (II C)	Yes	-
(D) Other provisions as to Board and Committees	49 (II D)	Yes	-
(E) Code of Conduct	49 (II E)	Yes	The Company has adopted Code of Conduct for Board of Directors and Senior Management. Annual Declaration in this regard will be complied in the Annual Report.
(F) Whistle Blower Policy	49 (II F)	Yes	The Company has established a Vigil Mechanism for Directors and employees.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	-
(B) Meeting of Audit Committee	49 (III B)	Yes	-
(C) Powers of Audit Committee	49 (III C)	Yes	-
(D) Role of Audit Committee	49 (III D)	Yes	-
(E) Review of Information by Audit Committee	49 (III E)	Yes	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	-
V. Subsidiary Companies	49 (V)	Yes	-
VI. Risk Management	49 (VI)	N.A.	-
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	Being complied with in Annual Report
(D) Management	49 (VIII D)	Yes	Being complied with in Annual Report
(E) Shareholders	49 (VIII E)	Yes	Being complied with in Annual Report
(F) Proceeds from Public issues, Right Issues, Preferential Issues, etc.	49 (VIII F)	Yes	N.A.
IX. CEO / CFO Certification	49 (IX)	Yes	Being complied with in Annual Report
X. Report on Corporate Governance	49 (X)	Yes	Being complied with in Annual Report
XI. Compliance	49 (XI)	Yes	Being complied with in Annual Report

for PEARL GLOBAL INDUSTRIES LIMITED

Sd/-

(Sandeep Sabharwal)
Company Secretary

Place: Gurgaon

Date: 9th October, 2015