



WELPLACE PORTFOLIO & FINANCIAL CONSULTANCY SERVICES LTD.

Reg. Office : 613/B, Mangal Aarambh, Near MC Donalds, Korakendra, Off. S. V. Road, Borivali (W), Mumbai - 400 092.
Tel. : 28335999 Fax : 28995998 E-mail : welplaceportfolio@gmail.com Website : www.welplaceportfolio.com
CIN : L67120MH1994PLC082540

Date: 9th October, 2015

To,
The Ahmedabad Stock Exchange Limited,
Kamdhenu Complex,
Opp. Sahajanand College, Panjrapole
Ahmedabad Gujarat 380015

Subject: Clause 49 of the Listing Agreement.

Scrip ID: 67142

Dear Sir,

Please find enclosed herewith the Corporate Governance Report pursuant to Clause 49 of Listing Agreement for the quarter ended 30th September, 2015.

Kindly acknowledge receipt of the same.

Thanking You.

Yours truly,

For **WELPLACE PORTFOLIO AND FINANCIAL CONSULTANCY
SERVICES LIMITED**

Ravindra Tribhuvan Mishra
Director
DIN: 00051204



Encl.: As above



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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **WELPLACE PORTFOLIO AND FINANCIAL CONSULTANCY
SERVICES LIMITED**

Quarter Ending on: **30th September, 2015**

| 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 | Complied |
| (B) Independent Directors | 49 (IIB) | Yes | Complied |
| (C) Non-executive Directors' compensation & disclosures | 49 (IIC) | Yes | - |
| (D) Other provisions as to Board and Committees | 49 (IID) | Yes | All the requirements are being complied with. |
| (E) Code of Conduct | 49 (IIE) | Yes | Complied |
| (F) Whistle Blower Policy | 49 (IIF) | Yes | Complied |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | Yes | The Audit Committee comprises of qualified and Independent Directors. All the requirements are being complied with. |
| (B) Meeting of Audit Committee | 49 (IIIB) | Yes | As per the revised Clause 49 of the Listing Agreement. |
| (C) Powers of Audit Committee | 49 (IIIC) | Yes | As per the revised Clause 49 of the Listing Agreement. |
| (D) Role of Audit Committee | 49 (IIID) | Yes | As per the revised Clause 49 of the Listing Agreement. |
| (E) Review of Information by Audit Committee | 49 (IIIE) | Yes | As per the revised Clause 49 of the Listing Agreement. |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | As per the revised Clause 49 of the Listing Agreement. |
| V. Subsidiary Companies | 49 (V) | "N.A." | - |



| | | | |
|---|-------------|---------|--|
| VI. Risk Management | 49 (VI) | "N.A."* | - |
| VII. Related Party Transactions | 49 (VII) | "N.A." | - |
| VIII. Disclosures | 49 (VIII) | Yes | |
| (A) Related party transactions | 49 (VIII A) | "N.A." | The Company has not entered into any material related party transaction during the quarter under report. |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | The Company has followed the treatments prescribed under the relevant Accounting Standards in preparation of the Financial Statements. |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | Required Annually |
| (D) Management | 49 (VIII D) | Yes | The Annual Report of the Company for the year 2014-2015 contains the Management Discussion and Analysis Report. |
| (E) Shareholders | 49 (VIII E) | Yes | Complied |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIII F) | "N.A." | - |
| IX. CEO/CFO Certification | 49 (IX) | Yes | Complied in AGM |
| X. Report on Corporate Governance | 49 (X) | Yes | The Annual Report of the Company for the year 2014-2015 contains a separate section on Corporate Governance. |
| XI. Compliance | 49 (XI) | Yes | Complied |

For WELPLACE PORTFOLIO AND FINANCIAL CONSULTANCY SERVICES LIMITED

Date: 09.10.2015



Ravindra
Ravindra Tribhuvan Mishra
Director
DIN: 00051204

***Note:**

Vide Circular No. CIR/CFD/ POLICY CELL/7/2014 Dated September 15, 2014 the amended provisions of Clause 49 of Listing Agreement are Not Mandatory in respect of the Listed companies having Paid-up equity share capital less than Rs.10 crores and Networth not exceeding Rs. 25 crores.