

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

Name of the Company : F- MEC INTERNATIONAL FINANCIAL SERVICES LIMITED

Quarter ending on: 31<sup>st</sup> March 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
<b>(A) Composition of Board</b>	49(IA)	Yes	
<b>(B) Non-executive Directors' Compensation &amp; Disclosures</b>	49 (IB)	Yes	
<b>(C) Other Provisions as to Board and Committees</b>	49 (IC)	Yes	
<b>D) Code of Conduct</b>	(49 (ID)	Yes	
II. Audit Committee	49 (II)		
<b>(A) Qualified &amp; Independent Audit Committee</b>	49 (IIA)	Yes	
<b>(B) Meeting of Audit Committee</b>		Yes	
<b>(C) Powers of Audit Committee 49 (IIC)</b>	49 (IIB)	Yes	
<b>(D) Role of Audit Committee</b>	49 II(D)	Yes	
<b>(E) Review of Information by Audit Committee</b>	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)		
<b>(A) Basis of Related Party Transactions</b>	49 (IV A)	yes	
<b>(B) Disclosure of Accounting Treatment</b>	49 (IV B)	N.A	
<b>(C) Board Disclosures</b>	49 (IV C)	yes	
<b>(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.</b>	49 (IV D)	yes	
<b>(E) Remuneration of Directors</b>	49 (IV E)	N.A	Will be complied with at AGM
<b>(F) Management</b>	49 (IV F)	N.A	Will be complied with at AGM
<b>(G) Shareholders</b>	49 (IV G)	N.A	Will be complied with at AGM
V. CEO/CFO Certification	49 (V)		
<b>VI. Report on Corporate Governance</b>	49 (VI)	N.A	Will be complied with at AGM
<b>VII. Compliance</b>	49 (VII)	N.A	Will be complied with at AGM