



QUEST SOFTECH (INDIA) LIMITED

27, MAKER BHAVAN NO. 2, 18, NEW MARINE LINES, MUMBAI - 400 020. INDIA.
Phone : +91 22 6752 2050 / 51 • Fax : +91 22 6752 2045 • E-mail : qsil@questprofin.co.in
Website : questsoftech.co.in • CIN - L72200MH2000PLC125359

April 13, 2015

To,
The Manager
Corporate Relations Department – Publication Section
Bombay Stock Exchange Limited
P.J. Towers, Dalal Street
Fort, Mumbai-400 023

Dear Sir,

Scrip Code: **535719**

CIN: **L72200MH2000PLC125359**

Sub: **Submission of Corporate Governance Report for the Quarter ended March 31, 2015**

As per SEBI Circular No. CIR/CFD/POLICY CELL/7/2014, dated September 15, 2014, the provisions of Clause 49 are not mandatory to our Company, for a time being. However we are hereby submitting the report of Corporate Governance of Quest Softech (India) Limited ("the Company") for your kind perusal and record for the quarter ended March 31, 2015.

Request you to kindly take the same on records and acknowledge the receipt of the same.

Thanking you
Yours faithfully,

For Quest Softech (India) Limited


Archana Tripathi
Compliance Officer



Encl: a/a



QUEST SOFTECH (INDIA) LIMITED

27, MAKER BHAVAN NO. 2, 18, NEW MARINE LINES, MUMBAI - 400 020. INDIA.

Phone : +91 22 6752 2050 / 51 • Fax : +91 22 6752 2045 • E-mail : qsil@questprofin.co.in

Website : questsoftech.co.in • CIN - L72200MH2000PLC125359

Annexure - XI to the Listing Agreement **Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**

CIN: L72200MH2000PLC125359

Name of the Company: Quest Softech (India) Limited

Quarter ending on: 31st March, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 II		
(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)	YES	
III. Audit Committee	49 (III)		
(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)	NA	The Company does not have any Subsidiary
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	YES	
VIII. Disclosures	49 (VIII)	NA	
(A) Related Party Transactions	49 (VIIIA)	NA	
(B) Disclosure of Accounting Treatment	49 (VIII B)*	YES	Complied in the Annual Report of FY 2013-14
(C) Remuneration of Disclosures	49 (VIII C)*	YES	Complied in the Annual Report of FY 2013-14
(D) Management	49 (VIII D)*	YES	Complied in the Annual Report of FY 2013-14
(E) Shareholders	49 (VIII E)*	YES	Complied in the Annual



			Report of FY 2013-14
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIII F)*	N.A	Complied in the Annual Report of FY 2013-14
(IX) CEO/CFO Certification	49 (IX)*	YES	Complied in the Annual Report of FY 2013-14
(X) Report on Corporate Governance	49 (X)*	YES	Complied in the Annual Report of FY 2013-14
(XI) Compliance	49 (XI)*	YES	Complied in the Annual Report of FY 2013-14

* As per SEBI Circular No. **CIR/CFD/POLICY CELL/7/2014**, dated **September 15, 2014**, the provisions of Clause 49 is not mandatory to our Company, for a time being, as the paid up equity share capital of our Company is not exceeding Rs.10 crore and Net Worth not exceeding Rs.25 crore, as on the last day of the previous financial year 2013-14.

For Quest Softech (India) Limited


Dhiren Kothary
Executive Director
(DIN-00009972)

