CONFIDENCE FINANCE AND TRADING LIMITED

(Formerly known as Confidence Trading Company Limited)
Registered Office: 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai 400001
Tel: 22662150 www.ctcl.co.in ctclbse@gmail.com CIN L51909MH1980PLC231713

BSE CODE: 504340

Sub: - Compliance Report on Corporate Governance for the Quarter Ended 31st December, 2014

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	Composition is as per the provisions of Clause 49(IIA) read with the Companies Act, 2013
(B) Independent Directors	49 (IIB)	Yes	Composition is as per the provisions of Clause 49(IIB) read with the Companies Act, 2013
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Apart from receiving Sitting fees, Independent Director does not have any material pecuniary relationships or transactions with the company.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Board meetings, memberships or Chairman in committees and the information to be furnished before board meetings are as per the provisions of Clause 49(IID) read with the Companies Act, 2013
(E) Code of Conduct	49 (IIE)	Yes	Code of Conduct has been laid down by the board as per the provisions of Clause 49(IIE) read with the provisions of Companies Act, 2013.
(F) Whistle Blower Policy	49 (IIF)	Yes	Whistle Blower Policy is in place.
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Members of the audit committee are as per the provisions of Clause 49(IIIA) read with the provisions of Companies Act, 2013
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Meetings of the audit committee are conducted as per the provisions of Clause 49(IIIB) read with the provisions of the Companies Act, 2013
(C) Powers of Audit Committee	49 (IIIC)	Yes	The powers of audit committee includes the powers stated under Clause 49(IIIC) read with the provisions of the Companies Act, 2013
(D) Role of Audit Committee	49 (IIID)	Yes	The role of the audit committee includes the points given under the Clause 49(IIID) read with the

			provisions of the Companies Act, 2013
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	The matters reviewed by audit committee include the information given under Clause 49(IIIE) read with the provisions of the Companies Act, 2013
IV. Nomination and Remuneration Committee	49(IV)	Yes	Company has constituted Nomination and Remuneration Committee in accordance with provision of clause 49(IV).
V. Subsidiary Companies	49 (V)	Yes	Company has no subsidiary company as on date.
VI. Risk Management	49 (VI)	Yes	Company has constituted Risk Management Committee in accordance with provision of clause 49(VI).
VII. Related Party Transactions	49 (VII)	Yes	Related party Transaction policy is in place
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIIIA)	Yes	Will be complied in the Annual Report for financial year 2014-15
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	The Company is following prescribed Accounting Standards, so there is no different treatment from prescribed Accounting Standards in the preparation of financial statements
(C) Remuneration of Directors	49 (VIIIC)	Yes	Will be complied in the Annual Report for financial year 2014-15
(D) Management	49 (VIIID)	Yes	Management discussion and analysis Report to the shareholders & other relevant information has been furnished in the Annual Report for the year 2013-14 and will be complied in the Annual Report for financial year 2014-15
(E) Shareholders	49 (VIIIE)	Yes	The company has been complying with all the provisions given under Clause 49(VIIIE)
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIIIF)	Yes	The company has not raised any money through preferential issue / Rights issue / public issue during this quarter.
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied in the Annual Report for financial year 2014-15
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the Annual Report for financial year 2014-15

XI. Compliance	49 (XI)	Yes	Will be complied in the Annual Report for financial year 2014-15

For Confidence Finance and Trading Limited

Manoj Jain
Director