

# PRISM FINANCE LIMITED

[CIN: L63910GJ1994PLC021915]

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7<sup>th</sup> July, 2014

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

Ref: Company Code No. 531735

Dear Sir,

**Sub: Quarterly Compliance Report on Corporate Governance for the quarter ended on 30<sup>th</sup> June, 2014**

Particulars		Clause of Listing Agreement	Compliance Status (Yes/No/N.A)	Remarks
<b>I.</b>	<b>Board of Directors</b>	49 (I)		
	(A) Composition of Board	49 (IA)	Yes	
	(B) Non – executive Directors Compensation & disclosures	49 (IB)	Yes	
	(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
	(D) Code of Conduct	49 (ID)	Yes	
<b>II.</b>	<b>Audit Committee</b>	49 (II)		
	(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
	(B) Meeting of Audit Committee	49 (IIB)	Yes	
	(C) Powers of Audit Committee	49 (IIC)	Yes	
	(D) Role of Audit Committee	49 (IID)	Yes	
	(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III.</b>	<b>Subsidiary Companies</b>	49 (III)	N.A.	No material subsidiary
<b>IV.</b>	<b>Disclosures:</b>	49 (IV)		
	(A) Basis of related party transactions	49 (IVA)	Yes	
	(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
	(C) Board Disclosures	49 (IVC)	Yes	
	(D) Proceeds from Public Issue, Rights Issues, Preferential issues etc.	49 (IVD)	N.A.	No such issue proceed
	(E) Remuneration of Directors	49 (IVE)	Yes	
	(F) Management	49 (IVF)	Yes	
	(G) Shareholders	49 (IVG)	Yes	
<b>V.</b>	<b>CEO/ CFO Certification</b>	49 (V)	Yes	
<b>VI.</b>	<b>Report on Corporate Governance</b>	49 (VI)	Yes	Being included in Annual Report of 2013-14
<b>VII.</b>	<b>Compliance</b>	49 (VII)	Yes	

for PRISM FINANCE LIMITED,

**KASHYAP R. MEHTA**  
DIRECTOR