

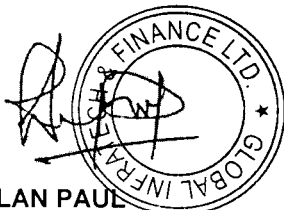
QUARTERLY COMPLIANCE REPORT
ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company : M/s. Global Infratech & Finance Limited
Quarter ending on : 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
1	2	3	4
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)	N.A.	Company does not pay any remuneration, by whatever name called to its Non-Executive Director.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	The Code of Conduct in compliance with the Clause 49(IIE) has been made available on the Company's Website. Further the Certification to the effect of compliance of code of conduct shall be made annual in the Annual Report for the FY 2014-2015 and 2015-2016
(F) Whistle Blower Policy	49 (IIF)	Yes	The Whistle Blower Policy compliance with the Clause 49(IIF) has been made available on the Company's Website. Further the disclosure of the said mechanism shall also be made in the Annual Report for the FY 2014-2015 and 2015-2016
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)	N.A.	
VI. Risk Management	49 (VI)	Yes	Constitution of Committee on Risk Management as specified under Clause 49(VI)(C) is not applicable to us, as we do not fall under the Top 100 Companies.

VII. Related Party Transactions	49 (VII)	N.A	During the quarter under review the company has not entered in to any related party transaction.
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	N.A	During the quarter under review the company has not entered in to any related party transaction
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A	
(C) Remuneration of Directors	49 (VIII C)	Yes	The Disclosure with regards to the same shall be disclosed in the Annual Report for FY 2014-2015 and 2015-2016
(D) Management	49 (VIII D)	Yes	The Disclosure with regards to the same shall be disclosed in the Annual Report for FY 2014-2015 and 2015-2016
(E) Shareholders	49 (VIII E)	Yes	The Disclosure with regards to the same shall be disclosed in the Annual Report for FY 2014-2015 and 2015-2016
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII I)	NA	
IX.CEO/CFO Certification	49 (IX)	Yes	It shall be complied in the Annual Report for the financial year 2014-2015 and 2015-2016.
X. Report on Corporate Governance	49 (X)	Yes	It shall be complied in the Annual Report for the financial year 2014-2015 and 2015-2016.
XI. Compliance	49 (XI)	Yes	It shall be complied in the Annual Report for the financial year 2014-2015 and 2015-2016.

For GLOBAL INFRATECH & FINANCE LIMITED



AALLAN PAUL
EXECUTIVE DIRECTOR
(DIN: 06639742)
Place: Chennai
Date: 15TH July, 2015