

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

NAME OF THE COMPANY		ACE MEN ENGG WORKS LIMITED		
QUARTER ENDED ON		30 <sup>TH</sup> SEPTEMBER, 2014		
SL.NO	PARTICULARS	CLAUSE OF THE LISTING AGREEMENT	COMPLIANCE STATUS (YES /NO/N/A)	REMARKS
I	<b>BOARD OF DIRECTORS</b>	<b>49(I)</b>		
	A COMPOSITION OF BOARD	49(IA)	YES	
	B NON EXECUTIVE DIRECTORS COMPENSATION & DISCLOSURE	49(IB)	NA	
	C OTHER PROVISIONS AS TO BOARD AND COMMITTEES	49(IC)	YES	
	D CODE OF CONDUCT	49(ID)	YES	
	<b>AUDIT COMMITTEE</b>	<b>49(II)</b>		
II	A QUALIFIED AND 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(II E)	YES	
III	<b>SUBSIDIARY COMPANIES</b>	49(III)	YES	The Company does not have any material non-listed Indian Subsidiary.
IV	<b>DISCLOSURES</b>	49(IV)		
	A BASIS OF RELATED PARTY TRANSACTION	49(IVA)	YES	
	B DISCLOSURES OF ACCOUNTING TREATMENT	49(IVB)	YES	
	C BOARD DISCLOSURES	49(IVC)	YES	
	D PROCEEDS FROM PUBLIC ISSUES, RIGHT ISSUES, PREFERENTIAL ISSUES ETC.	49(IVD)	YES	
	E REMUNERATION OF DIRECTORS .	49(IVE)	N.A	
	F MANAGEMENT	49(IVF)	YES	
	G SHAREHOLDERS	49(IVG)	YES	
V	<b>CEO / CFO CERTIFICATION</b>	49(V)	YES	
VI	<b>REPORT ON CORPORATE GOVERNANCE</b>	49(VI)	YES	
VII	<b>COMPLIANCE</b>	49(VII)	YES	

