



# GRACIOUS SOFTWARE LIMITED

(Formerly known as Gracious Software Private Limited)

Registered office: G-6, Ground floor, House No. 4346, Gali No. 4C, Ansari Road, Darya Ganj, Delhi-110002

CIN: U72300DL2007PLC168989, Email id: [gracious\\_software@yahoo.com](mailto:gracious_software@yahoo.com), Website: [www.gracsoft.com](http://www.gracsoft.com)

Contact No: 011-32931123

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Quarter ending on: 31<sup>st</sup> March, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>I. Board of Directors</b>	<b>42 (1)</b>	YES	---
(A) Compliance of Board			Optimum Combination of Executive, Non-Executive and Independent Directors in Board
(B) Non-Executive Directors' compensation & Disclosures	42(IA) 42(IB)	YES YES	---
(C) Other Provisions as to Board & Committees	42(IC)	YES	---
(D) Code of Conduct	42(ID)	YES	Complied
<b>II. Audit Committee</b>	<b>42 (II)</b>	YES	---
(A) Qualified & Independent Audit Committee	42(IIA)	YES	Audit Committee has 3 Members and Chairmen of the Committee is an Independent Director.
(B) Meeting of Audit Committee	42(IIB)	YES	---
(C) Powers of Audit Committee	42(IIC)	YES	---
(D) Role of Audit Committee	42(IID)	YES	---
(E) Review of Information by Audit Committee	42(IIE)	YES	---
<b>III. Subsidiary Companies</b>	<b>42 (III)</b>	N.A	The Company has no subsidiary
<b>IV. Disclosures</b>	<b>42 (IV)</b>	YES	---
(A) Basis of related Party Transactions	42(IVA)	YES	Duly Complied
(B) Disclosure of Accounting Treatment	42(IVB)	YES	Duly Complied
(C) Board Disclosures	42 (IVC)	YES	Duly Complied
(D) Proceeds from public issues, rights issues, preferential issues	42 (IVD)	N.A	---



(E) Remuneration of Directors	42(IVE)	YES	Duly Complied
(F) Management	42 (IVF)	YES	Duly Complied
(G) Shareholders	42 (IVG)	YES	Duly Complied
V. CEO/CFO Certifications	42 (V)	YES	Duly Complied
VI. Report on Corporate Governance	42 (VI)	YES	Duly Complied
VII. Compliance	42 (VII)	YES	Duly Complied

For **GRACIOUS SOFTWARE LIMITED**



**MAHENDRA SINGH**

Director

DIN: 06437665

Date: 03<sup>rd</sup> April, 2015

Place: New Delhi