

SONAL MERCANTILE LIMITED

REGD. OFFICE: 105/33, VARDHMAN GOLDEN PLAZA, ROAD NO. 44, PITAMPURA, DELHI-110034 CIN: L51221 DL1985PLC022433, web: www.sonalmercantile.com

To,

Date: 15th January, 2015

The Manager (Listing)

Delhi Stock Exchange

3/1, Asaf Ali Road,

New Delhi-110002

Sub: Corporate Governance Report Ref: Clause 49 X(B) of Listing Agreement

Dear Sir,

With reference to the above captioned matter, please find enclosed the Corporate Governance Report for the quarter ended 31st December, 2014.

Kindly acknowledge the receipt of the same.

Thanking you,

For Sonal Mercantile Limited For Sonal Mercantile Ltd.

Deepika Rathore

(Company Secretary &

Compliance Officer)

M.No. A34331



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Quarterly Compliance Report on Corporate Governance

Name of the Company: Sonal Mercantile Limited

Quarter ending on: 31/12/2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
		-	
II Board of Directors	49 (II)	Yes	
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	3.2
(C) Non-executive Directors'	49 (IIC)	Yes	
Compensation & Disclosures			
(D) Other Provisions as to Board and	49 (IID)	Yes	27
Committees	8		
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	No	Will be Complied in the forthcoming board meeting
III. Audit Committee	49 (III)	Yes	,
(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	49 (IIIE)	Yes	
Committee		-	
IV. Nomination and Remuneration	49 (IV)	Yes	
Committee			
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	N.A	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related Party Transactions	49 (VIII A)	N.A.	
(B) Disclosure of Accounting	49 (VIII B)	Yes	
(C) Remuneration Of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from Public Issues, Rights	49 (VIII F)	N.A	
Issues, Preferential Issues etc.			
IX.CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

For Sonal Mercantile Limited For Sonal Mercantile

Company Secretary &

Deepika Rathereliance Officer

(Company Secretary & Compliance Officer)

M.No. A34331