

### Quarterly Compliance Report on Corporate Governance

Name of the Company : **PRESSMAN ADVERTISING LIMITED**

Quarter ended : **31<sup>ST</sup> MARCH, 2015**

| Particulars   | Clause of Listing Agreement | Compliance Status Yes/ No/N.A. | Remarks                                   |
|---|-----------------------------|--------------------------------|---|
| <b>II. Board of Directors</b>   | 49(II)                      | Yes                            |   |
| (A) Composition of Board  | 49(IIA)                     | Yes                            |   |
| (B) Independent Directors   | 49 (IIB)                    | Yes                            |   |
| (C) Non Executive Directors' compensation & disclosure                  | 49(IIC)                     | Yes                            |   |
| (D) Other provisions as to Board and Committees                         | 49 (III D)                  | Yes                            |   |
| (E) Code of Conduct   | 49 (IIE)                    | Yes                            |   |
| (F) Whistle Blower Policy   | 49 (IIF)                    | Yes                            |   |
| <b>III. Audit Committee</b>   | 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 Committee                            | 49(IIIE)                    | Yes                            |   |
| <b>IV. Nomination and Remuneration Committee</b>                        | 49(IV)                      | Yes                            |   |
| <b>V. Subsidiary Companies</b>  | 49(V)                       | N.A.                           | The Company does not have any subsidiary  |
| <b>VI. Risk Management</b>  | 49(VI)                      | Yes                            |   |
| <b>VII. Related Party Transactions</b>                                  | 49(VII)                     | Yes                            |   |
| <b>VIII. Disclosures</b>  | 49(VIII)                    | Yes                            |   |
| (A) Related Party transactions  | 49(VIIIA)                   | Yes                            | Attached for the quarter ended 31.03.2015 |
| (B) Disclosure of Accounting Treatment                                  | 49 (VIIIB)                  | Yes                            | Will be complied with at the AGM          |
| (C) Remuneration of Directors   | 49(VIIIC)                   | Yes                            | -Do-                                      |
| (D) Management  | 49(VIIID)                   | Yes                            | -Do-                                      |
| (E) Shareholders  | 49 (VIIIE)                  | Yes                            | -Do-                                      |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIIF)                   | N.A.                           | The Company did not make any issue        |
| <b>IX CEO / CFO Certification</b>                                       | 49 (IX)                     | Yes                            | Will be complied with at the AGM          |
| <b>X. Report on Corporate Governance</b>                                | 49 (X)                      | Yes                            | -Do-                                      |
| <b>XI. Compliance</b>   | 49 (XI)                     | Yes                            | -Do-                                      |

**RELATED PARTY DISCLOSURES AS IDENTIFIED BY THE MANAGEMENT IN ACCORDANCE WITH ACCOUNTING STANDARD – 18 FOR THE QUARTER ENDED 31<sup>ST</sup> MARCH, 2015 ARE GIVEN BELOW:**

- a) Related Parties  
Key Management Personnel  
Dr Niren Chand Suchanti  
Ms Sujata Suchanti  
Mr Navin Chand Suchanti  
Mr B G Pasari
- i) Relatives of Key Management Personnel  
Ms Pramina Suchanti
- ii) Associates/Enterprises over which significant control exists  
Sinclairs Hotels Limited  
Pressman Realty Limited  
Pressman Properties Ltd  
Prima Communications Ltd  
Son-et-Lumiere Art Gallery Private Limited
- b) Particulars of transactions during the quarter ended 31<sup>st</sup> March, 2015

| Nature of Transaction                             | Key Management<br>(Rs.) | Relatives of Key Management Personnel<br>(Rs.) | Associates/Enterprise where control exists<br>(Rs.) |
|---|-------------------------|--|---|
| Remuneration                                      | 8,59,200                | -  | -   |
| Rent Paid   | -                       | -  | 12,90,000   |
| Revenue from Operations                           | -                       | -  | 16,19,716   |
| Balance Outstanding at the quarter end receivable | -                       | -  | -   |
| Payable   | -                       | -  | -   |