

**Annexure - XI to the Listing Agreement**

**FORMAT OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of the Company : UNITED CREDIT LIMITED**

**Quarter ending on : 30<sup>TH</sup> SEPTEMBER, 2015**

Particulars		Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II.</b>	<b>Board of Directors</b>	49 (II)		
(A)	Composition of Board	49 (IIA)	Yes	
(B)	Independent Directors	49 (IIB)	Yes	
(C)	Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D)	Other provisions as to Board and Committees	49 (IID)	Yes	
(E)	Code of Conduct	49 (IIE)	Yes	
(F)	Whistle Blower Policy	49 (IIF)	Yes	
<b>III.</b>	<b>Audit Committee</b>	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	
<b>IV.</b>	<b>Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V.</b>	<b>Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI.</b>	<b>Risk Management</b>	49 (VI)	Yes	Company has formulated a policy but Risk Management Committee is not applicable as per Clause 49(VI)(C) of Circular No.CIR/CFD/POLICY CELL/2/2014 dated 17 <sup>th</sup> April, 2014 issued by SEBI.
<b>VII.</b>	<b>Related Party Transactions</b>	49 (VII)	Yes	

<b>VIII.</b>	<b>Disclosures</b>	49 (VIII)		
(A)	Related party transactions	49 (VIII A)	Yes	There was no material related party transaction entered into by the Company except the existing security deposit of Rs.10.00 Crores placed by the Company with Dabriwala Baniya Udyog Limited pursuant to a Deed of Sub-lease dated 22 <sup>nd</sup> November, 2012.
(B)	Disclosure of Accounting Treatment	49 (VIII B)	N.A.	Company follows the prescribed accounting standard
(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 issue, preferential issues, etc	49 (VIII F)	Yes	Company has no unutilized fund raised through Public Issue
<b>IX.</b>	<b>CEO / CFO Certification</b>	49 (IX)	Yes	
<b>X.</b>	<b>Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI.</b>	<b>Compliance</b>	49 (XI)	Yes	

Place : Kolkata

The 7<sup>th</sup> October, 2015