

GCCL INFRASTRUCTURE & PROJECTS LTD.

606, "SAKAR-I", Opp. Nehru Bridge, Ashram Road, Ahmedabad-380 009.
E-mail : gujaratcredit@gmail.com. Tele Fax : (079) 26585626

To

Date: 02/04/2014

The Department of Corporate Services,
The Mumbai Stock Exchange,
1st Floor Rotunda Bldg, B.S. Marg,
Fort, Bombay-400 001

Dear Sir,

Sub: Listing agreement- Clause 49

Script Code: 531375

We refer clause 49 of the listing agreement and enclose the report on corporate governance for the quarter ended on 31/03/2014

Kindly take it on your record.

Thanking you.

Yours faithfully,
For GCCL Infrastructure & Projects Limited


Authorized signatory

GCCL INFRASTRUCTURE & PROJECTS LTD.

606, "SAKAR-I", Opp. Nehru Bridge, Ashram Road, Ahmedabad-380 009.

E-mail : gujaratcredit@gmail.com. Tele Fax : (079) 26585626

Quarterly Compliance Report on Corporate Governance:

Name of the Company : **GCCL Infrastructure & Projects Limited**

Quarter ending on : **31/03/2014**

| Particulars | Clause Of listing Agreement | Compliance status [YES/NO/N.A] |
|---|-----------------------------------|--------------------------------------|
| 1. Board of Directors | 49 I | Y |
| (A) Composition of Board | 49(IA) | Y |
| (B) Non executive Directors Compensation & Disclosures | 49(IB) | Y |
| (C) Other provisions as to Board and Committees | 49(IC) | Y |
| (D) Code of Conduct | 49(ID) | Y |
| 2. Audit Committee | 49II | |
| (A) Qualified & Independent Audit committee | 49(IIA) | Y |
| (B) Meeting of Audit Committee | 49(IIB) | Y |
| (C) Powers of Audit Committee | 49(IIC) | Y |
| (D) Role of Audit Committee | 49(IID) | Y |
| (E) Review of information by Audit Committee | 49(IIE) | Y |
| 3. Subsidiary Companies | 49(III) | N.A. |
| 4. Disclosures | 49(IV) | |
| (A) Basis of related party transactions | 49(IVA) | Y |
| (B) Disclosure of Accounting Treatment | 49(IVB) | Y |

| | | | |
|-----|--|---------|-----|
| (C) | Board Disclosures | 49(IVC) | Y |
| (D) | Proceeds from public issues, Rights issues, preferential issues | 49(IVD) | N.A |
| (E) | Remuneration of Directors | 49(IVE) | Y |
| (F) | Management | 49(IVF) | Y |
| (G) | Shareholders | 49(IVG) | Y |
| 5. | CEO/CFO Certification | 49(V) | Y |
| | Remarks: Will be complied in the next Annual Report | | |
| 6. | Report on Corporate Governance | 49 (VI) | Y |
| | Remarks: Will be complied in the next Annual Report | | |
| 7. | Compliance | 49(VII) | Y |
| | Remarks: Will be complied in the next Annual Report | | |

For GCCL Infrastructure & Projects Limited

Director