

**Report on Corporate Governance under Clause 49 of the Listing Agreement**

Name of the Company: Superspace Infrastructure limited

Quarter ending on: September 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	YES	Woman Director has resigned w.e.f. 25 <sup>th</sup> May, 2015. Company is in process of appointing Woman Director
(B) Independent Directors	49 (IIB)	YES	Complied With.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	Complied With.
(D) Other provisions as to Board and Committees	49 (IID)	YES	Complied With.
(E) Code of Conduct	49 (IIE)	YES	Complied With.
(F) Whistle Blower Policy	49 (IIF)	YES	Complied With.
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	Constituted.
(B) Meeting of Audit Committee	49 (IIIB)	YES	Complied With.
(C) Powers of Audit Committee	49 (IIIC)	YES	Complied With.
(D) Role of Audit Committee	49 (IIID)	YES	Complied With.
(E) Review of Information by Audit Committee	49 (IIIE)	YES	Complied With.

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SUPERSPACE INFRASTRUCTURE LIMITED

IV. Nomination and Remuneration Committee	49 (IV)	YES	Complied With.
V. Subsidiary Companies	49 (V)	NA	--
VI. Risk Management	49 (VI)	YES	Complied With.
VII. Related Party Transactions	49 (VII)	YES	Complied With.
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	Complied With.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Complied With.
(C) Remuneration of Directors	49 (VIII C)	YES	Will be disclosed in the Annual Report of 2015-2016.
(D) Management	49 (VIII D)	YES	Will be disclosed in the Annual Report of 2015-2016.
(E) Shareholders	49 (VIII E)	YES	Will be disclosed in the Annual Report of 2015-2016.
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	NA	--
IX. CEO/CFO Certification	49 (IX)	YES	Will be disclosed in the Annual Report of 2015-2016.
X. Report on Corporate Governance	49 (X)	YES	Will be disclosed in the Annual Report of 2015-2016.
XI. Compliance	49 (XI)	YES	Will be disclosed in the Annual Report of 2015-2016.

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