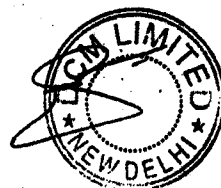


**Quarterly Compliance Report on Corporate Governance**

Name of the Company: DCM Limited  
 Quarter ending on: December 31, 2014

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	N/A
(B) Independent Directors	49 (IIB)	Yes	N/A
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	N/A
D) Other provisions as to Board and Committees	49 (IID)	Yes	N/A
(E) Code of Conduct	49 (IIE)	Yes	N/A
(F) Whistle Blower Policy	49 (IIF)	Yes	N/A
<b>III. Audit Committee</b>	49 (III)		
A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	N/A
(B) Meeting of Audit Committee	49 (IIIB)	Yes	N/A
(C) Powers of Audit Committee	49 (IIIC)	Yes	N/A
(D) Role of Audit Committee	49 (IIID)	Yes	N/A
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	N/A
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	N/A
<b>V. Subsidiary Companies</b>	49 (V)	Yes	N/A
<b>VI. Risk Management</b>	49 (VI)	Yes	Clause 49(VI) C, Clause 49 (VI) D and Clause 49 (VI) E are not applicable to the Company.
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	N/A
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	N.A.	N/A
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	In case, any accounting treatment different from



For DCM LIMITED

*Vitendra Tuli*  
 Chairman & Managing Director

			the prescribed Accounting Standard is followed, the requirement of stating fact and necessary disclosure will be complied in Annual Report for FY ending 31.03.2015.
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied in the Annual Report for FY ending 31.03.2015.
(D) Management	49 (VIII D)	Yes	Will be complied in the Annual Report for FY ending 31.03.2015.
(E) Shareholders	49 (VIII E)	Yes	Clause 49 (VIII) (E) 1 & Clause 49 (VIII) (E) 2 Will be complied in the Annual Report for FY ending 31.03.2015. Clause 49 (VIII) (E) 3, Clause 49 (VIII) (E) 4, and Clause 49 (VIII) (E) 5 have been complied with.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N/A	N/A
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied with at the time of Board meeting to be held on for adoption of Annual Financial Statements for FY 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the Annual Report for FY ending 31.03.2015.
XI. Compliance	49 (XI)	Yes	Will be complied in the Annual Report for FY ending 31.03.2015.



For DCM LIMITED

*Vitendra Tuli*

Chairman & Managing Director

