

HELPAGE FINLEASE LIMITED

Regd. Office : S-191/c 3rd Floor
Manak Complex, School Block
Shakarpur, Delhi-110092
Tel : +91-11-22481711

10th October, 2015

Department of Corporate Services
Bombay Stock Exchange Limited,
25th Floor, P.J Towers,
Dalal Street, Fort,
Mumbai-400 001

Sub: Submission of Listing Compliance

Dear Sir/ Ma'am,

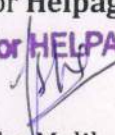
In Compliance with the Listing Agreement entered with the Stock Exchange, we hereby submit the Corporate Governance Report pursuant to Clause 49 of the Listing Agreement for the quarter ended as on 30th September, 2015.

Kindly take the same on record & oblige.

Thanking You,

Yours faithfully,

For **Helpage Finlease Limited**
For HELPAGE FINLEASE LIMITED


Isha Malik **Company Secretary**
Company Secretary
ACS 36252

Encl: A/a

**Quarterly Compliance Report on Corporate Governance under
Clause 49 of the Listing Agreement
Annexure-XI to the Listing Agreement**

Name of the Company: Helpage Finlease Limited
Quarter ending on: 30th September, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	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	
III. Audit Committee	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	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	N.A.	There is no subsidiary
VI. Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	N.A.	
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIIIA)	N.A.	
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	Complied in the Annual Report
(C) Remuneration of Directors	49(VIIIC)	Nil	
(D) Management	49(VIII D)	Yes	Complied in the Annual Report
(E) Shareholders	49(VIIIE)	Yes	Complied in the Annual Report
(F) Proceeds from public issues, rights issue, preferential issues, etc	49(VIIIF)	N.A.	No fund raised through Public/right/preferential issue etc.
IX. CEO/CFO Certification	49(IX)	Yes	Complied in the Annual Report
X. Report on Corporate Governance	49(X)	Yes	Complied in the Annual Report
XI. Compliance	49(XI)	Yes	Complied in the Annual Report

For Helpage Finlease Limited

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Isha Malik
Company Secretary
ACS 36252

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