

**9<sup>th</sup> April, 2015**

**BSE Limited**  
P. J. Towers,  
Dalal Street,  
Mumbai-400001

**Scrip Code: 531429**

**Kind Attn: Ms. Neha Gada, DCS-CRD**

Madam,

**Sub: Clause 49 reporting statement as per Listing Agreement for the quarter ended 31<sup>st</sup> March, 2015 -Corporate Governance**

Please find enclosed the quarterly compliance report on Corporate Governance for the quarter ended 31<sup>st</sup> March, 2015 pursuant to Clause 49 of the listing agreement.

We request you to kindly take the above on your records.

Thanking you,

Yours faithfully,  
**For Advent Computer Services Limited**



**Company Secretary & Compliance Officer**

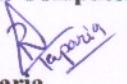
## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **ADVENT COMPUTER SERVICES LIMITED**

Quarter ending on : **31<sup>st</sup> March, 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>II. Board of Directors</b>	<b>49II</b>		
(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)	No	-
<b>III. Audit Committee</b>	<b>49(III)</b>		
(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. Nomination and Remuneration Committee</b>	<b>49(IV)</b>	Yes	
<b>V. Subsidiary Companies</b>	<b>49(V)</b>	Not Applicable	-
<b>VI. Risk Management</b>	<b>49(VI)</b>	Yes	-
<b>VII. Related Party Transaction</b>	<b>49(VII)</b>	Yes	-
<b>VIII. Disclosures</b>	<b>49(VIII)</b>		-
(A) Related Party Transaction	49(VIIIA)	Yes	-
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	-
(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 issues, preferential issues, etc.	49(VIII F)	Not Applicable	Would be complied with as and when further shares are issued.
<b>IX. CEO / CFO Certification</b>	<b>49(IX)</b>	Yes	-
<b>X. Report on Corporate Governance</b>	<b>49(X)</b>	Yes	-
<b>XI. Compliance</b>	<b>49(XI)</b>	Yes	-

For Advent Computer Services Limited

  
**Rohit Taparia**  
Company Secretary & Compliance Officer

