

## Quarterly Compliance Report on Corporate Governance

Name of the Company: Apex Capital Markets Ltd.

Quarter Ended on: 30<sup>th</sup> Sept, 2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	YES	The Company's Board Consist of five Directors on the Board, out of which three Directors are Non –Executive Independent Directors.
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	YES	The required Disclosures shall be made in the Annual Report.
(C) Other Provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	(49 (ID)	YES	Details will be furnished in the Company's Website <a href="http://www.apexcapitalmarketsltd.com">www.apexcapitalmarketsltd.com</a> as well as in the Annual Report.
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	YES	
(D) Role of Audit Committee	49 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
<b>III. Subsidiary Companies</b>	49 (III)	N.A	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	YES	Details will be furnished in the Annual Report.
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Details will be furnished in the Annual Report.
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A	
E) Remuneration of Directors	49 (IV E)	YES	All required disclosure shall be made in the Annual Report in this regard.
(F) Management	49 (IV F)	YES	Details will be furnished in the Annual Report.
(G) Shareholders	49 (IV G)	YES	
<b>V.CEO/CFO Certification</b>	49 (V)	YES	Will be Complied in the Annual Report.
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	Will be Complied in the Annual Report.
<b>VII. Compliance</b>	49 (VII)	YES	Will be Complied in the Annual Report.

Place: Kolkata  
Date: 08/10/2011

DHIRAJ AGARWAL  
Company Secretary in Practice  
(C P. No – 6799)