

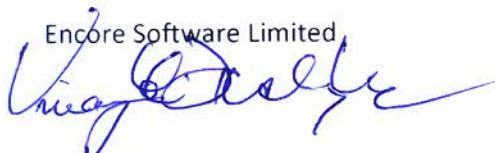


Encore Software

Quarterly Compliance Report on Corporate Governance

Name of the Company: Encore Software Limited
 Script Code: 531750
 Quarter Ending on: March 31, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A)	Remarks
1	2	3	4
I. Board of Directors	49 (I)	Yes	Complied with
(A) Composition of Board	49 (IA)	Yes	
(B) Independent Directors	49 (IB)	Yes	Complied with
(C) Non-executive Directors' compensation & disclosure	49 (IC)	Yes	Complied with
(D) Other provisions as to Board and Committees	49 (ID)	Yes	Complied with
(E) Code of Conduct	49 (IE)	Yes	
(F) Whistle Blower Policy	49 (IF)	Yes	
II. Audit Committee	49 (II)	Yes	Complied with
(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 (IID)	Yes	
(E) Review of information by Audit Committee	49 (IIE)	Yes	
III. Nomination and Remuneration Committee	49 (III)	Yes	Complied with
IV. Subsidiary Companies	49 (IV)	Yes	Complied with
V. Risk Management	49 (V)	Yes	Complied with
VI. Related Party Transactions	49 (VI)		
VII. Disclosures	49 (VII)	Yes	Complied with
(A) Related party transactions	49 (VIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIB)	Yes	
(C) Remuneration of Directors	49 (VIIC)	Yes	
(D) Management	49 (VIID)	Yes	
(E) Shareholders	49 (VIIE)	Yes	
(F) Proceeds from Public Issues, Rights Issue, Preferential Issues, etc.	49 (VIIF)	Yes	
VIII. CEO/CFO Certification	49 (VIII)	Yes	Complied with
IX. Report on Corporate Governance	49 (IX)	Yes	Complied with
X. Compliance	49 (X)	Yes	Complied with

Encore Software Limited


Vinay L Deshpande
 Director



Encore Software Limited
 CIN L72200KA2001PLC029313

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