

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

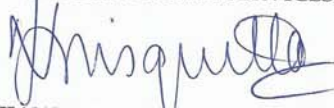
Name of the Company: TRC FINANCIAL SERVICES LIMITED
Quarter ended on: 30TH SEPTEMBER 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 II		--
(A) Composition of Board	49(IIA)	YES	The Company is having an optimum combination of executive and non - executive directors along with one women director and not less than fifty percent of the Board of Directors comprising of non- executive directors.
(B) Independent Directors	49(IIB)	YES	--
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	NA	--
(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	Company has adopted Whistle Blower Policy however same is yet to be posted on website as the website is not functioning.
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)	NA	--
VI. Risk Management	49 (VI)	YES	--
VII. Related Party Transactions	49(VII)	NA	--
VIII. Disclosures	49 (VIII)		--
(A) Related Party Transactions	49 (VIII A)	NA	--



(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	--
(C) Remuneration of Directors	49 (VIII C)	NA	--
(D) Management	49 (VIII D)	YES	--
(E) Shareholders	49 (VIII E)	YES	--
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	--
IX. CEO/CFO Certification	49 (IX)	--	To be included in the next Annual Report
X. Report on Corporate Governance	49 (X)	--	To be included in the next Annual Report
XI. Compliance	49 (XI)	--	To be included in the next Annual Report

FOR, TRC FINANCIAL SERVICES LIMITED



VIJAY MARIO SEBASTIAN MISQUITTA
MANAGING DIRECTOR, CFO & COMPLIANCE OFFICER
DIN: 00993141



Place: Mumbai

Date: 9th October 2015