

Name of the Company: **HATHWAY CABLE & DATACOM LIMITED**

Quarter ending on : **30th September, 2014**

Particulars	Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	Yes	Four Directors were appointed as independent directors for a term of five years.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N.A.	Only sitting fee is paid to the Non-executive Directors and Independent Directors. The required disclosures for FY 2014-15 shall be made in the Annual Report of Financial Year 2014-2015.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
II. Audit Committee	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 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
III. Subsidiary Companies	49 (III)	Yes	-
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	Disclosures for the FY 2014-15 shall be made in the Annual Report for the FY 2014-15.
(B) Disclosure of Accounting Treatment	49 (IVB)	N.A.	Disclosures for the FY 2014-15 shall be made in the Annual Report for the FY 2014-15.
(C) Board Disclosures	49 (IVC)	Yes	Disclosures for the FY 2014-15 shall be made in the Annual Report for the FY 2014-15.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	Disclosed to the Audit Committee on quarterly basis.

For Hathway Cable & Datacom Limited


Ajay Singh
Company Secretary & Compliance Officer

(E) Remuneration of Directors	49 (IVE)	Yes	The required disclosures for FY 2014-15 shall be made in the Annual Report of Financial Year 2014-2015.
(F) Management	49 (IVF)	Yes	Management Discussion and Analysis Report shall be circulated along with the Annual Report of Financial Year 2014-2015.
(G) Shareholders	49(IVG)	Yes	In the event of appointment or re-appointment of Directors, the shareholders are provided required details in the Annual Report.
(V) CEO/CFO Certification	49 (V)	Yes	Will be complied at ensuing Annual General Meeting.
VI. Report on Corporate Governance	49 (VI)	Yes	Corporate Governance Report for FY 2014-15 will be submitted to the members along with the Annual Report of the financial year 2014-2015. Further Quarterly Compliance Reports are regularly submitted to the Stock Exchange as per Listing Agreement.
VII. Compliance	49 (VII)	Yes	Certificate of Corporate Governance for compliance under Clause 49 shall be complied in the Annual Report for the Financial Year 2014-2015.

FOR HATHWAY CABLE & DATACOM LIMITED


AJAY SINGH
Company Secretary & Compliance Officer
FCS No. 5189