



Times Guaranty Limited, The Times of India Building, Dr. D.N. Road, Mumbai - 400 001.
Tel. : 2273 1386 • Fax : 2273 1587 • E-mail : timesgty@vsnl.com

CIN NO: L65920MH1989PLC054398

TGL/SECY/2014-2015/129

Fax No: 22721278/22723121/22722037

January 8, 2015

BSE Ltd.,
Listing Department
Phiroze Jeejeebhoy Towers
1st Floor, Dalal Street
Mumbai 400 001.

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

Dear Madam,

Sub: Compliance with Clause 49 of the Listing Agreement

Please find enclosed Quarterly Compliance Report on Corporate Governance for the quarter ended December 31, 2014.

Thanking you,

Yours faithfully,
For Times Guaranty Limited

Vijay S. Devadiga
Company Secretary

Encl a/a



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Quarterly Compliance Report on Corporate Governance

Name of the Company : Times Guaranty Limited
Quarter ending on : 31st December 2014

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No/N.A.) | Remarks |
|--|-----------------------------|---------------------------------|---------|
| 1 | 2 | 3 | 4 |
| II Board of Directors | 49(II) | Yes | |
| (A) Composition of Board | 49(II A) | Yes | |
| (B) Independent Directors | 49(II B) | Yes | |
| (C) Non-executive Directors' Compensation & Disclosure | 49(II C) | Yes | |
| (D) Other provisions as to Board and Committees | 49(II D) | Yes | |
| (E) Code of Conduct | 49 (II E) | Yes | |
| (F) Whistle Blower Policy | 49 (II F) | No | |
| III Audit Committee | 49 III | | |
| (A) Qualified & Independent Audit Committee | 49(III A) | Yes | |
| (B) Meeting of Audit Committee | 49 (III B) | Yes | |
| (C) Powers of Audit Committee | 49 (III C) | Yes | |
| (D) Role of Audit Committee | 49 (III D) | Yes | |
| (E) Review Information by Audit Committee | 49 (III E) | Yes | |
| IV Nomination and Remuneration Committee | 49(IV) | No | |
| V Subsidiary Companies | 49 (V) | N.A. | |
| VI Risk Management | 49 (VI) | No | |
| VII Related Party Transactions | 49(VII) | Yes | |
| VIII Disclosures | 49 VIII | | |
| (A) Basis Related party transactions | 49(VIII A) | N.A. | |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | N.A. | |
| (C) Remuneration of Directors | 49 (VIII C) | N.A. | |
| (D) Management | 49 (VIII D) | YES | |
| (E) Shareholders | 49 VIII E | YES | |
| (I) Proceeds from public issues, rights issues, preferential issues etc. | 49(VIII I) | N.A. | |
| IX CEO/CFO Certification | 49 (IX) | Yes | |
| X Report on Corporate Governance | 49 (X) | Yes | |
| XI Compliance | 49 (XI) | Yes | |

For Times Guaranty Limited

Vijay S. Devadiga
Company Secretary