

**Quarterly Compliance Report on Corporate Governance under
Clause 49 of the Listing Agreement**

Annexure - XI to the Listing Agreement

Name of the Company: Virtual Global Education Limited
Quarter ending on: 31st March, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(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	
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)	N.A.	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	N.A.	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	N.A.	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Will be complied in the Annual Report
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied in the Annual Report
(D) Management	49 (VIII D)	Yes	Will be complied in the Annual Report
(E) Shareholders	49 (VIII E)	Yes	Will be complied in the Annual Report
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied in the Annual Report
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the Annual Report
XI. Compliance	49 (XI)	Yes	Will be complied in the next Annual Report

For Virtual Global Education Limited

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Preeti Sharma

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Company Secretary
ACS 34417