



# APLAYA CREATIONS LIMITED

(Formerly Known As Eins Edutech Limited)

CIN: L17122MH1996PLC100018

## Annexure - XI to the Listing Agreement

Quarterly Compliance Report on Corporate Governance Report for the quarter ended on 30/09/2015

Name of the Company: Aplaya Creations Limited

Quarter ending on: 30/09/2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)	Yes	---NIL---
(A) Composition of Board	49 (IIA)	Yes	---NIL---
(B) Independent Directors	49 (IIB)	Yes	---NIL---
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	---NIL---
(D) Other provisions as to Board and Committees	49 (IID)	Yes	---NIL---
(E) Code of Conduct	49 (IIE)	Yes	---NIL---
(F) Whistle Blower Policy	49 (IIF)	Yes	---NIL---
<b>III. Audit Committee</b>	49 (III)	Yes	---NIL---
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	---NIL---
(B) Meeting of Audit Committee	49 (IIIB)	Yes	---NIL---
(C) Powers of Audit Committee	49 (IIIC)	Yes	---NIL---
(D) Role of Audit Committee	49 (IIID)	Yes	---NIL---
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	---NIL---
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	---NIL---
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	---NIL---
<b>VI. Risk Management</b>	49 (VI)	Yes	---NIL---
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	---NIL---
<b>VIII. Disclosures</b>	49 (VIII)		



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(A) Related party transactions	49 (VIII A)	Yes	Disclosures of any related party transactions are placed periodically before the Audit Committee if any.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Forms part of the Annual Report of every year
(C) Remuneration of Directors	49 (VIII C)	Yes	There is no pecuniary relationship of transactions with any of the Non-Executive Directors. The Non-Executive Directors are not paid any sitting fees.
(D) Management	49 (VIII D)	Yes	Forms part of the Annual Report of every year
(E) Shareholders	49 (VIII E)	Yes	Share Transfer Committee and Investor Grievance Committee duly constituted.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	<ol style="list-style-type: none"><li>Equity Shares on Preferential Basis issued on 2<sup>nd</sup> May, 2013 Rs. 10/- each paid up and Rs. 5/- premium each number of shares 67, 30,000.</li><li>Equity Shares on Preferential Basis issued on 13<sup>th</sup> September, 2013 Rs. 10/- each paid up and Rs. 5/- premium each number of shares 73, 80,000.</li></ol>
IX. CEO/CFO Certification	49 (IX)	Yes	Forms part of the Annual Report of every year
X. Report on Corporate Governance	49 (X)	Yes	Forms part of the Annual Report of every year
XI. Compliance	49 (XI)	Yes	Duly Complied

Place : Mumbai

Date : 13/10/2015

For Aplaya Creations Limited  
**For APLAYA CREATIONS LIMITED**

**Managing Director**  
Ramawtar Gupta  
Managing Director  
DIN : 06365578