

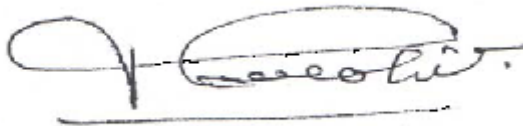
Quarterly Compliance Report on Corporate Governance

Name of the Company : **Prime Capital Market Limited**

Quarter Ending on : 30th September 2009

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|------------------------------------|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | Yes | Complied in Annual Report |
| (B) Non-executive Directors' compensation & disclosures | 49 (IB) | Yes | N.A. |
| (C) Other provisions as to Board and Committees | 49 (IC) | Yes | Complied in Annual Report |
| D) Code of Conduct | (49 (ID) | Yes | Complied in Annual Report |
| II. Audit Committee | | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | Complied in Annual Report |
| (B) Meeting of Audit Committee | 49 (IIB) | Yes | Complied in Annual Report |
| (C) Powers of Audit Committee 49 (IIC) | 49 (IIC) | Yes | Complied in Annual Report |
| (D) Role of Audit Committee | 49 II(D) | Yes | Complied in Annual Report |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | N,A, |
| III. Subsidiary Companies | 49 (III) | Yes | Not Applicable for this Quarter |
| V. Disclosures | | | |
| (A) Basis of related party transactions | 49 (IV A) | Yes | N.A. |
| (B) Board Disclosures | 49 (IV B) | Yes | Complied in Annual Report |
| (C) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV C) | Yes | Nil |
| (D) Remuneration of Directors | 49 (IV D) | Yes | Complied in Annual Report |
| (E) Management | 49 (IV E) | Yes | Complied in Annual Report |
| (F) Shareholders | 49 (IV F) | Yes | Complied in Annual General Meeting |
| V. CEO/CFO Certification | 49 (V) | Yes | Complied in Annual Report |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Complied in Annual Report |
| VII. Compliance | 49 (VII) | Yes | Complied in Annual Report |

For PRIME CAPITAL MARKET LIMITED



DIRECTOR

Place : Kolkata

Date : October 12, 2009