



12th July, 2014

To

Ms. Neha Gada
DCS – CRD
The Bombay Stock Exchange Limited
No.1, Dalal Street,
Phiroze Jeejeebhoy Towers
Mumbai – 400 001

Dear Madam,

Sub: - Submission of information on Compliance of Clause 49 of the listing Agreement for the Quarter ended 30th June, 2014

Ref: - Company Code: 531268

With reference to the Captioned subject, we are herewith enclosing the report on Corporate Governance as required under the provisions of Clause 49 of the Listing Agreement for the quarter ended 30th June, 2014.

This is for your information and record.

Thanking you,

Yours faithfully
For **B2B SOFTWARE TECHNOLOGIES LIMITED**

V.V. Nagendra
V V NAGENDRA,
Managing Director



**CORPORATE IDENTITY NUMBER
L72200TS1994PLCO18351**

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER
ENDED 30th JUNE, 2014

Particulars	Clause of Listing agreement	Compliance status Yes/No/N.A	Remarks
1. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	YES	N. A.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
(C) Other provisions as to Board and Committees	49 (IC)	YES	N. A.
(D) Code of Conduct	49 (ID)	YES	N. A.
II. Audit Committee	49 (II)		N. A.
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	N. A.
(B) Meeting of Audit Committee	49 (IIB)	YES	N. A.
(C) Powers of Audit Committee	49 (IIC)	YES	N. A.
(D) Role of Audit Committee	49 (IID)	YES	N. A.
(E) Review of Information by Audit Committee.	49 (IIE)	YES	N. A.
III. Subsidiary companies	49 (III)	YES	Will be complied in the Annual Report for the year 2013 – 2014
IV. Disclosures	49 (IV)		Will be complied in the Annual Report for the year 2013 – 2014
(A) Basis of related party transactions	49 (IV A)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A	Will be complied in the Annual Report for the year 2013 – 2014

V.V. Nagendra

V V NAGENDRA
Managing Director



(C) Board of Disclosures	49 (IV C)	YES	N. A.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	No Public issues, rights issues, preferential issues etc., during the year.
(E) Remuneration of Directors	49 (IV E)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
(F) Management	49 (IV F)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
(G) Shareholders	49 (IV G)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
V. CEO/CFO Certification	49 (V)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
VI. Report on Corporate Governance	49 (VI)	N.A	Will be complied in the Annual Report for the year 2013 – 2014
VII. Compliance	49 (VII)	N.A	Will be complied in the Annual Report for the year 2013 – 2014

V.V. Nagendra

V V NAGENDRA
Managing Director

