

HARMONY CAPITAL SERVICES LTD.

(CIN: L67120RJ1994PLC008796)

Corp. Office No. 8A, 8th Floor, Astral Centre,

470-B, N. M. Joshi Marg, Chinchpokli – West, Mumbai – 400 011.

Tel. : 022 2300 1206, E-mail: harmonycsl@yahoo.com, Web site: www.hcsl.co.in

To,

Date: 12/10/2015

Listing Dept./Market Operation Dept.

The Stock Exchange Mumbai

14th floor, Phiroz Jeejeebhoy Towers,

Dalal Street, Mumbai – 400 023

Sub : Submission of Corporate Governance (Clause 49)

Ref : Harmony Capital Services Limited (Scrip Code-530055, Scrip ID- HRMNYCP)

Dear Sir/Madam,

With reference to above noted subject we are submitting Corporate Governance for quarter ended 30th Sept., 2015 along with Annexure III.

Please take on record the same.

Thanking you,

Yours truly,

For Harmony Capital Services Limited


Asutosh Raulo
Managing Director
DIN: 01589574



Encl: a/a.

Reg. Office : Plot No.278, Vijay Wadi, Path No. 6, Dher ka Balaji, Jaipur – 302012

HARMONY CAPITAL SERVICES LTD.

(CIN: L67120RJ1994PLC008796)

Corp. Off: Office No. 8A, 8th Floor, Astral Centre,

470-B, N. M. Joshi Marg, Chinchpokli - West, Mumbai – 400 011.

Tel.: 022 23001206, Web Site: www.hcsl.co.in, E-mail: harmonycsl@yahoo.com

Annexure - I to the Listing Agreement

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: HARMONY CAPITAL SERVICES LIMITED

Quarter ending on: SEPTEMBER 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (II A)	Yes	As the executive Director is a promoter of the Company, not less than one half of the Board comprises of independent directors. The Board <i>inter alia</i> has a woman director.
(B) Independent Directors	49 (II B)	Yes	The number of independent directorships is within the prescribed limit.
(C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	The necessary disclosures regarding the remuneration have been made in the Report on Corporate Governance in the Annual Report for the year 201415.

REGD. OFF.: PLOT NO. 278, VIJAYWADI PATH NO. 6, DHER KA BALAJI, JAIPUR- 302015.

(D) Other provisions as to Board and Committees	49 II D)	Yes	<p>1. The Board met three times during the quarter ended 30th September, 2015: on 21th July, 2015, 20th August 2015 and 25th August August, 2015.</p> <p>2. The Board periodically reviews compliance reports of all laws applicable to the Company as well as steps taken to rectify instances of non-compliance.</p> <p>3. There was no change of independent director.</p>
(E) Code of Conduct	49 (II E)	Yes	Code of Conduct and Business Ethics for Directors and Senior Management was framed and posted on the website.
(F) Whistle Blower Policy	49 (II F)	Yes	Vigil Mechanism and Whistle Blower Policy was framed and posted on the website.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	Qualified and independent Audit Committee was constituted.
(B) Meeting of Audit Committee	49 (III B)	Yes	Audit Committee met twice during the quarter ended 30 th September, 2015
(C) Powers of Audit Committee	49 (III C)	Yes	As per Board Resolution, provisions of Companies Act, 2013 and Listing Agreement.

(D) Role of Audit Committee	49 (III D)	Yes	As per Board Resolution, provisions of Companies Act, 2013 and Listing Agreement.
(E) Review of Information by Audit Committee	49 (III E)	Yes	The Audit Committee at the meeting held on 21 th July, 2015 reviewed the un-audited Financial Results for the quarter ended 30 th June, 2015.
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Nomination and Remuneration Committee was constituted.
V. Subsidiary Companies	49 (V)	N.A.	The Company does not have material non-listed Indian subsidiary company. The Audit Committee periodically reviews the financial statements of unlisted subsidiary companies. The minutes of board meetings of unlisted subsidiary companies are periodically placed before the Board. Policy for determining material subsidiary disclosed on the website.
VI. Risk Management	49 (VI)	Yes	Risk Management Committee constituted. Risk Management Policy framed.
VII. Related Party Transactions	49 (VII)	Yes	There are no any related party transactions during the year.
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	There are no any related party transactions during the year.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Accounting Standards has been followed in preparation of the financial statements and the same has been disclosed in Annual Report 2014-15

(C) Remuneration of Directors	49 (VIII C)	Yes	Details of sitting fees paid to non- executive directors and remuneration paid to executive directors are disclosed in the Annual Report for the year 2014-15.
(D) Management	49 (VIII D)	Yes	Management Discussion and Analysis form part of the Directors' Report for the year 2014-15.
(E) Shareholders	49 (VIII E)	Yes	<p>A. Shareholders have been provided with the information regarding directors' seeking appointment / re-appointment in the Annual Report for the year 2014-15.</p> <p>Change during the year informed to the Stock Exchanges and posted on the website.</p> <p>B. Un-Audited Financial Results for the quarter ended 30th June, 2015 submitted to the Stock Exchanges and placed on the website of the Company.</p> <p>C. Stakeholders Relationship Committee was constituted to specifically look in to the grievances of security holders.</p>

(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	N.A.	The Company has not raised any money through public issues, rights issues, preferential issues etc. in this quarter.
IX. CEO/CFO Certification	49 (IX)	Yes	CEO / CFO certificates have been placed before the Board.
X. Report on Corporate Governance	49 (X)	Yes	Report on Corporate Governance form part of Annual Report for the year 2014-15.
XI. Compliance	49 (XI)	Yes	Certificate from the Auditor regarding compliance of conditions of corporate governance is annexed to the Directors' Report for the year 2014-15.

Dated: October 09, 2015

For Harmony Capital Services Limited



Asutosh Raulo

Managing Director

DIN: 01589574



HARMONY CAPITAL SERVICES LTD.



(CIN: L67120RJ1994PLC008796)

Corp. Off: Office No. 8A, 8th Floor, Astral Centre,
470-B, N. M. Joshi Marg, Chinchpokli - West, Mumbai – 400 011.

Tel.: 022 23001206, Web Site: www.hcsl.co.in, E-mail: harmonycsl@yahoo.com

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) ^{refer note below}
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	YES
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES
Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		
For Harmony Capital Services Limited		
 Asutosh Raulo Managing Director DIN: 01589574		
		

REGD. OFF.: PLOT NO. 278, VIJAYWADI PATH NO. 6, DHER KA BALAJI, JAIPUR- 302015.