

Date: 14/04/2015

To,

Bombay Stock Exchange Ltd.,
Floor 25, Phiroje Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Subject: Submission of Corporate Governance Report under Clause 49 of the listing Agreement for the quarter ended 31st March, 2015.

Dear Sir/Madam,

With reference to the above we are enclosing herewith the Compliance Report on Corporate Governance for the quarter ended on 31st March, 2015 at Annexure I.

Kindly take the same on records and oblige us.

Thanking You!

Yours faithfully,

For Indo Pacific Projects Limited,
(Formerly Known as Indo-Pacific Software and Entertainment Limited)



Director

Encl: Corporate Governance Report for the quarter ended 31st March, 2015.

Annexure - I

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

**Name of the Company: Indo Pacific Projects Ltd.
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	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)	Yes	None of the subsidiary is a material non listed Indian company.
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	No	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosures of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights Issue preferential issues, etc.	49 (VIII F)	Yes	
IX. CEO/CFO Certification	49(IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

Date : 14/04/2015

Place: Nagpur.

For Indo Pacific Projects Limited,


Director