

July 15, 2015

To,
The Singapore Exchange Securities Trading limited
2, Shenton Way,
#19-00, SGX Centre 1,
Singapore – 068804

Re: USD 16,000,000 4.75% Convertible Bonds Due 2019 ("The Bonds")
Sub: Quarterly Shareholding Pattern

Dear Sir,

Please find enclosed herewith a copy of Corporate Governance Report of the Company for the quarter ended 30th June, 2015, submitted to stock exchanges in India.

Please acknowledge the receipt of the same.

Thanking You

Yours faithfully,
For **Mercator Limited**


Deepesh Joishar
Company Secretary

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

Name of the Company: MERCATOR LIMITED

Quarter ending on: JUNE 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/NA	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (II A)	Yes	--
(B) Independent Director	49 (II B)	Yes	*
(C) Non-executive Directors Compensation & Disclosures	49 (II C)	Yes	--
(D) Other Provisions as to Board and Committees	49 (II D)	Yes	--
(E) Code of Conduct	49 (II E)	Yes	*
(F) Whistle Blower Policy	49 (II F)	Yes	*
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	--
(B) Meeting of Audit Committee	49 (III B)	Yes	--
(C) Powers of Audit Committee	49 (III C)	Yes	--
(D) Role of Audit Committee	49 (III D)	Yes	--
(E) Review of Information by Audit Committee	49 (III E)	Yes	--
IV. Nomination and Remuneration Committee	49(IV)	Yes	--
V. Subsidiary Companies	49 (V)	Yes	--
VI. Risk Management	49 (VI)	Yes	--
VII. Related Party Transactions	49 (VII)	Yes	--
VIII. Disclosures	49 (VIII)		--
(A) Related Party Transactions	49 (VIII A)	Yes	--
(B) Disclosure 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, right issues, preferential issues etc.	49 (VIII F)	N.A.	--
IX. CEO/CFO Certification	49 (IX)	Yes	*
X. Report on Corporate Governance	49 (X)	Yes	*
XI. Compliance	49 (XI)	Yes	*

*Complied in the Annual report of financial year 2014-15.

For Mercator Limited


Deepesh Joishar
Company Secretary
 Date: 15/07/2015