

ONLINE INFORMATION TECHNOLOGIES LTD.

205, HARIBOL ROY MARKET, A. T. ROAD, GUWAHATI - 781 001

QUARTERLY COMPLAINEE REPORT ON CORPORATE GOVERNANCE

For the quarter ended 30th June, 2014

| PARTICULARS | CLAUSE OF LISTING AGREEMENT | COMPLIANCE STATUS (YES/NO) | REMARKS |
|--|-----------------------------|----------------------------|--|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 I | Yes | - |
| (A) Composition of Board | 49 (I A) | Yes | - |
| (B) Non-executive Directors composition & disclosure | 49 (I B) | Yes | - |
| © Other provisions as to Board and Committees | 49 (I C) | Yes | - |
| (D) Code of Conduct | 49 (I D) | Yes | - |
| II. Audit Committee | 49 II | Yes | - |
| (A) Qualified & Independent Audit Committee | 49 (II A) | Yes | - |
| (B) Meeting of Audit Committee | 49 (II B) | Yes | - |
| © Powers of Audit Committee | 49 (II C) | Yes | - |
| (D) Role of Audit Committee | 49 (II D) | Yes | - |
| (E) Review of information by Audit Committee | 49 (II E) | Yes | - |
| III. Subsidiary Companies | 49 III | Yes | There are no Subsidiary Co.'s |
| IV. Disclosures | 49 IV | Yes | - |
| (A) Basis of related party transactions | 49 (IV A) | Yes | - |
| (B) Board of Disclosures | 49 (IV B) | Yes | - |
| © Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV C) | Yes | The Company has not issued any new shares |
| (D) Remuneration of Directors | 49 (IV D) | Yes | - |
| (E) Management | 49 (IV E) | Yes | - |
| (F) Share holders | 49 (IV F) | No | Will be complied with at the AGM |
| V. CEO / CFO Certification | 49 V | Yes | - |
| VI. Report on Corporate Governance | 49 VI | No | Will be complied in the next Annual Report |
| VII. Compliance | 49 VII | Yes | - |