

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

**Name of Company : - ADINATH EXIM RESOURCES LIMITED**

**Quarter ended on : - 31<sup>TH</sup> MARCH, 2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No	Remarks
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49(IA)	YES	----
(B) Non-executive Director's compensation & disclosures	49(IB)	N.A.	----
(C) Other Provisions as to Board and Committees	49(IC)	YES	----
(D) Code of Conduct	49(ID)	YES	
<ul style="list-style-type: none"> <li>• To lay down a code of conduct for all Board members and senior Management</li> <li>• Board members and senior management to affirm compliance on an annual basis.</li> <li>• Annual Report to contain declaration to this effect signed by CEO</li> </ul>	49(ID)(i)	YES	----
	49(ID)(ii)	YES	----
	49(ID)(ii)	YES	Will be complied in the Annual Report of 2011-12
<b>II. Audit Committee</b>	49(II)		
(A) Qualified & Independent Audit Committee	49(IIA)	YES	----
(B) Meeting of Audit Committee	49(IIB)	YES	----
(C) Powers of Audit Committee	49(IIC)	YES	----

(D)Role of Audit Committee	49(IID)	YES	----
(E) Review of Information by Audit Committee	49(IIE)	YES	----
<b>III. Subsidiary Companies</b>	49(III)	N.A.	The Company does not have any subsidiaries.
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party transactions	49(IVA)	YES	----
(B) Disclosure of Accounting treatment	49(IVB)	N.A.	
(C) Board Disclosures	49(IVC)	YES	----
(D)Proceeds from public issues, right issues, preferential issues etc.	49(IVD)	N.A.	No Public / Rights / Preferential issue was made by the Company in the recent past.
(E) Remuneration of Directors	49(IVE)	YES	Will be complied in the Annual Report of 2011-12
(F) Management	49(IVF)	YES	
^ Management Discussion and Analysis Report forms part of the Annual Report to the shareholders	49(IVF)(i)	YES	Will be complied in the Annual Report of 2011-12
^ Disclosure to the Board of all material financial and commercial transactions by Senior Management, where they have personal interest.	49(IVF)(ii)	N.A.	There have been no material, financial and commercial transactions entered into by Senior Management for the quarter ended 30.09.2011 where they have personal interest.
(G) Shareholders	49(IVG)	YES	----

<b>V. CEO/CFO Certification</b>	49(V)		Will be complied in the Annual Report of 2011-12
<b>VI. Report on Corporate Governance</b>	49(VI)		
▲ Annual Report to contain Separate Section on Corporate Governance	VI)(i)		Will be complied in the Annual Report of 2011-12
▲ Quarterly Compliance report to Stock Exchange	49(VI)(ii)		
<b>VII. Compliance</b>	49(VII)		Will be complied in the Annual Report of 2011-12

**For ADINATH EXIM RESOURCES LIMITED**

  
**Bharat Suthar**  
**Compliance Officer**

