

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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

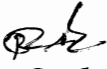
**Quarter ended on : - 30<sup>TH</sup> JUNE, 2012**

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(IIID)	YES	----
(E) Review of Information by Audit Committee	49(IIIE)	YES	----
<b>III. Subsidiary Companies</b>	49(III)	N.A.	The Company does not have any subsidiary.
<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	
<p>▲ Management Discussion and Analysis Report forms part of the Annual Report to the shareholders</p> <p>▲ Disclosure to the Board of all material financial and commercial transactions by Senior Management, where they have personal interest.</p>	<p>49(IVF)(i)</p> <p>49(IVF)(ii)</p>	<p>YES</p> <p>N.A.</p>	<p>Will be complied in the Annual Report of 2011-12</p> <p>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.</p>
(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**

