

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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


**Quarter ended on :- 31<sup>st</sup> MARCH, 2014**

| Particulars  | Clause of Listing Agreement | Compliance Status<br>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 2013-14 |

|  |         |      |  |
|--|---------|------|--|
| <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 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. | ----   |
| (E) Remuneration of Directors  | 49(IVE) | YES  | Will be complied in the Annual Report of 2013-14 |
| (F) Management   | 49(IVF) | YES  | Will be complied in the Annual Report of 2013-14 |
| (G) Shareholders   | 49(IVG) | YES  | ----   |
| <b>V. CEO/CFO Certification</b>  | 49(V)   | YES  | Will be complied in the Annual Report of 2013-14 |
| <b>VI. Report on Corporate Governance</b>                              | 49(VI)  |      |  |
| ^ Annual Report to contain Separate Section on Corporate Governance    | VI(i)   | YES  | Will be complied in the Annual Report of 2013-13 |

|   |            |     |  |
|---|------------|-----|--|
| ▲ Quarterly Compliance report to Stock Exchange | 49(VI)(ii) | YES | —  |
| <b>VII. Compliance</b>                          | 49(VII)    | YES | Will be complied in the Annual Report of 2013-14 |

**For ADINATH EXIM RESOURCES LIMITED**

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

