

Quarterly Compliance Report on Corporate Governance

Name of the Company : **BINANI INDUSTRIES LIMITED**

Quarter Ended on : **30th June, 2014**

| Particulars | Clause of Listing Agreement | Compliance Status (Yes / No) | Remarks |
|--|-----------------------------|------------------------------|---|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 I | | |
| (A) Composition of Board | 49 (IA) | YES | - |
| (B) Non-executive Directors' Compensation & disclosures | 49 (IB) | YES | - |
| (C) Other provisions as to Board and Committee | 49 (IC) | YES | - |
| (D) Code of Conduct | 49 (ID) | YES | Shall be complied in the Annual report for the financial year ended on 31-03-2014 |
| II. Audit Committee | 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 | - |
| III. Subsidiary Companies | 49 III | N.A. | - |
| IV. Disclosures | 49 IV | YES | - |
| (A) Basis of related party transactions | 49 (IVA) | YES | - |
| (B) Disclosure of Accounting Treatment | 49 (IVB) | YES | - |
| (C) Board Disclosures | 49 (IVC) | YES | - |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD) | N.A. | - |
| (E) Remuneration of Directors | 49 (IVE) | YES | Shall be complied in the Annual report for the financial year ended on 31-03-2014 |
| (F) Management | 49 (IVF) | YES | Shall be complied in the Annual report for the financial year ended on 31-03-2014 |
| (G) Shareholders | 49 (IVG) | YES | |
| V. CEO/CFO Certification | 49 V | YES | Shall be complied in the Annual report for the financial year ended on 31-03-2014 |
| VI. Report on Corporate Governance | 49 VI | YES | Shall be complied in the Annual report for the financial year ended on 31-03-2014 |
| VII. Compliance | 49 VII | YES | Shall be complied in the Annual report for the financial year ended on 31-03-2014 |

For Binani Industries Limited



K K Saraf
President & Company Secretary

Mumbai
10th July 2014