

Quarterly Compliance Report on Corporate Governance

Name of the Company : **BINANI INDUSTRIES LIMITED**
 Quarter Ended on : **30th June, 2015**

| Particulars | Clause of Listing Agreement | Compliance Status Yes / No/N.A | Remarks |
|--|-----------------------------|--------------------------------|---|
| II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49 (IIA) | YES | - |
| (B) Independent Director | 49 (IIB) | YES | - |
| (C) Non-executive Directors' Compensation & disclosures | 49 (IIC) | YES | - |
| (D) Other provisions as to Board and Committee | 49 (IID) | YES | - |
| (E) Code of Conduct | 49 (IIE) | YES | Will be complied in the next Annual Report. |
| (F) Whistle Blower Policy | 49 (IIF) | YES | |
| III. Audit Committee | 49 (III) | | - |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | YES | - |
| (B) Meeting of Audit Committee | 49 (IIIB) | YES | - |
| (C) Powers of Audit Committee | 49 (IIIC) | YES | - |
| (D) Role of Audit Committee | 49 (IIID) | YES | - |
| (E) Review of Information by Audit Committee | 49 (IIIE) | YES | - |
| IV. Nomination and Remuneration Committee | 49(IV) | YES | |
| V. Subsidiary Companies | 49 (V) | YES | - |
| VI. Risk Management | 49 (VI) | YES | |
| VII. Related Party Transaction | 49 (VII) | YES | |
| VIII. Disclosures | 49 (VIII) | YES | - |
| (A) Related party transactions | 49 (VIIIA) | YES | Will be complied in the next Annual Report. |
| (B) Disclosure of Accounting Treatment | 49 (VIIIB) | YES | Will be complied in the next Annual Report. |
| (C) Remuneration of Directors | 49 (VIIIC) | YES | Will be complied in the next Annual Report. |
| (D) Management | 49 (VIIID) | YES | Will be complied in the next Annual Report. |
| (E) Shareholders | 49 (VIIIE) | YES | Will be complied in the next Annual Report. |
| (F) Proceeds from public issues, rights issues, preferential issues etc. | 49 (VIIIF) | N.A. | - |
| IX. CEO/CFO Certification | 49 (IX) | YES | Will be complied in the next Annual Report. |
| X. Report on Corporate Governance | 49 (X) | YES | Will be complied in the next Annual Report. |
| XI. Compliance | 49 (XI) | YES | Will be complied in the next Annual Report. |

Mumbai
9th July, 2015

For Binani Industries Limited


K K Saraf
President & Company Secretary

