

**Format of Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**

Name of the Company: **SURABHI CHEMICALS & INVESTMENTS LIMITED**  
 Quarter ending on: **June 2014**

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	Complied With.
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	Complied With.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	Complied With.
D) Code of Conduct	(49 (ID)	Yes	Complied With.
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	Constituted.
(B) Meeting of Audit Committee	49 (IIB)	Yes	Complied With.
(C) Powers of Audit Committee	49 (IIC)	Yes	Complied With.
(D) Role of Audit Committee	49 II(D)	Yes	Complied With.
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Complied With.
<b>III. Subsidiary Companies</b>	49 (III)	<b>NA</b>	--
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	Complied With.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Complied With.
(C) Board Disclosures	49 (IV C)	Yes	Complied With.
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	<b>NA</b>	--
(E) Remuneration of Directors	49 (IV E)	Yes	Was Complied in Annual Report of 2012-13 and will be complied in next Annual Report.
(F) Management	49 (IV F)	Yes	Was Complied in Annual Report of 2012-13 and will be complied in next Annual Report.
(G) Shareholders	49 (IV G)	Yes	Was Complied in Annual Report of 2012-13 and will be complied in next Annual Report.
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Will be complied in next Annual Report.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Was Complied in Annual Report of 2012-13 and will be complied in next Annual Report.
<b>VII. Compliance</b>	49 (VII)	Yes	Was Complied in Annual Report of 2012-13 and will be complied in next Annual Report.

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