

## **QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: **M/s Suraj Industries Limited**

Quarter ending on : **31.3.2013**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status (Yes/No)</b>	<b>Remarks</b>
<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>
<b>I. Board of Directors</b>	<b>49 I</b>		
(A) Composition of Board	49(IA)	Yes	The Board is duly constituted.
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	Fully complied, required disclosure shall be made in the Annual Report of the Company
(C) Other provisions as to Board and Committees	49(IC)	Yes	Is being followed
(D) Code of Conduct	49(ID)	Yes	Complying with the requirement.
<b>II. Audit Committee</b>	<b>49(II)</b>		
(A) Qualified & Independent Audit Committees	49(IIA)	Yes	Duly constituted
(B) Meeting of Audit Committee	49(IIB)	Yes	Is being followed
(C) Powers of Audit Committee	49(IIC)	Yes	The Audit committee is empowered as per the clause 49; the required disclosure shall be made in the Annual Report.
(D) Role of Audit Committee	49(IID)	Yes	The required disclosure shall be made in the Annual Report.
(E) Review of Information by Audit Committee	49(IIE)	Yes	The Audit committee reviews the financial statements and other matters in terms of clause 49.
<b>III. Subsidiary Companies</b>	<b>49(III)</b>	N.A.	The Company has no subsidiary.
<b>IV. Disclosures</b>	<b>49(IV)</b>		
(A) Basis of related party transactions	49(IVA)	Yes	There is no related party transaction except the payment of managerial

			remuneration to the key personnel. The complete details shall be disclosed in the next Annual Report.
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	Shall be disclosed, if there is any change in treatment different from the prescribed accounting standards.
(C) Board Disclosures	49(IVC)	Yes	Shall be disclosed to Board Members about the Risk Management and Minimization procedures.
(D) Proceeds from public issues, right issues, preferential issues etc.	49(IVD)	N.A.	The company has not raised any money from IPO, right issue etc. during the quarter.
(E) Remuneration of Directors	49(IVE)	Yes	Necessary disclosure shall be made in the next Annual Report of the Company.
(F) Management	49(IVF)	Yes	Necessary disclosure shall be made in the next Annual Report of the Company.
(G) Shareholders	49(IVG)	Yes	Whenever there is a change in Directors, necessary intimation will be given to the shareholder in next Annual Report of the Company.
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	Shall be obtained
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	Necessary Report on Corporate Governance shall be given in the next Annual Report of the company.
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	Necessary Certificate on Corporate Governance shall be obtained and will be annexed with the Director's Report.

For Suraj Industries Limited

  
J.K Jain  
(Director)

Place: New Delhi  
Date: 11.04.2013