## CHIRAU FINANCE INVESTMENT AND LEASING COMPANY LIMITED

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE Quarter Ending on: 31<sup>st</sup> December, 2013

| Particulars  | Clause of The<br>Listing Agreement | Compliance<br>status<br>Yes/No | Remarks  |
|--|------------------------------------|--------------------------------|--|
| I. Board of Directors  | 49-1                               | Tesylvo                        |  |
| (A) Composition of Board   | 49(IA)                             | Yes                            | 100 10 THE   |
| (B) Non-executive Directors  |                                    | 100                            |  |
| Compensation & disclosures   | 49(IB)                             | Yes                            |  |
| (C) Other provisions as to Board                                       |                                    |                                |  |
| And Committees   | 49(IC)                             | Yes                            |  |
| (D) Code of Conduct  | 49(ID)                             | Yes                            |  |
| II. Audit Committee  | 49(II)                             |                                |  |
| (A) Qualified & Independent  |                                    |                                |  |
| Audit Committee  | 49(IIA)                            | Yes                            |  |
| (B) Meeting of the Audit Committee                                     | 49(IIB)                            | Yes                            |  |
| (C) Power of the Audit Committee                                       | 49(IIC)                            | Yes                            |  |
| (D) Role of the Audit committee  | 49(IID)                            | Yes                            |  |
| (E) Review of information by Audit                                     |                                    |                                |  |
| Committee  | 49(IIE)                            | Yes                            |  |
| III. Subsidiary Companies  | 49(III)                            | Yes                            | N.A  |
| IV. Disclosers   | 49(IV)                             |                                | 1000   |
| (A) Basis of related Party   | 49(IVA)                            | Yes                            |  |
| (B) Disclosure of Accounting Treatment                                 | 49(IVB)                            |                                |  |
| (C) Board disclosures  | 49(IVC)                            | Yes                            |  |
| (D) Proceeds from Public Issues,                                       | 49(IVD)                            | Yes                            |  |
| Right issues, preferential issues etc.  (E) Remunerations of Directors |                                    | N.A                            | There was no publi<br>issue, right issue<br>preferential issue etc<br>during the Quarter end<br>31.12.2013 |
| Andreas Report   | 49(IVE)                            | N.A                            | N.A  |
| (F) Management   | 49(IVF)                            | Yes                            | Will be disclosed in the<br>Annual Report of<br>Financial Year 2013-2014                                   |
| (G) Shareholders   | 49(IVG)                            | Yes                            | Will be disclosed in the<br>Annual Report of<br>Financial Year 2013-2014                                   |
| V. CEO/CFO Certification   | 49(V)                              | Yes                            | Will be placed before the<br>Board at the time of<br>Finalization of Annual<br>Statement of Accounts       |
| /I. Report on Corporate Governance                                     | 49(VI)                             | Yes                            | Will be disclosed in the Annual Report of Financial Year 2013-2014   |
| /II. Compliance For Chirau Finance Investment and Leasing              | 49(VII)                            | Yes                            | Will be disclosed in the<br>Annual Report of<br>Financial Year 2013-2014                                   |

For Chirau Finance Investment and Leasing Company Limited

PLACE: New Delhi DATE: 13.01.2014

(Director)