

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

**Name of the Company** : Suchitra Finance & Trading Company Limited

**Quarter ending on** : March 31<sup>st</sup>, 2014.

| <b>Particulars</b>                                      | <b>Clause of Listing Agreement</b> | <b>Compliance Status Yes/No</b> | <b>Remarks</b>                                      |
|---|------------------------------------|---------------------------------|---|
| <b>I Board of Directors</b>                             | 49 I                               |                                 |   |
| (A) Composition of Board                                | 49(IA)                             | Yes                             |   |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB)                            | NA                              | No Compensation is paid to Non-executive directors. |
| (C) Other Provisions as to Board and Committees         | 49 (IC)                            | Yes                             |   |
| D) Code of Conduct                                      | 49 (ID)                            | Yes                             | Complied with                                       |
| <b>II. Audit Committee</b>                              | 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)   |     |  |
| (A) Basis of Related Party Transactions                                  | 49 (IV A) | Yes |  |
| (B) Disclosure of Accounting Treatment                                   | 49 (IV B) | Yes |  |
| (C) Board Disclosures  | 49 (IV C) | Yes |  |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | NA  |  |
| (E) Remuneration of Directors  | 49 (IV E) | NA  | No Remuneration is paid to Executive Directors |
| (F) Management   | 49 (IV F) | Yes | Will be complied in the next Annual Report     |
| (G) Shareholders   | 49 (IV G) | Yes |  |
| V.CEO/CFO Certification  | 49 (V)    | Yes | Will be complied in the next Annual Report     |
| VI. Report on Corporate Governance                                       | 49 (VI)   | Yes | Will be complied in the next Annual Report     |
| VII. Compliance  | 49 (VII)  | Yes | Will be complied in the next Annual Report     |

Date: 12.04.2014

Place: Mumbai

For, M/s Suchitra Finance and Trading Co Limited.

  
 (Ms. Deepa Shah)  
 (Company Secretary)