

MODI UDYOG LIMITED

CIN - L51226WB1982PLC035312

3A, MANGO LANE, 4TH FLOOR, KOLKATA - 700001

Email Id: modiudyog ltd@gmail.com

Corporate Governance Report

Quarter ending on: 31st December, 2013.

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|---|
| I Board of Directors | 49 I | Yes | ---NIL--- |
| (A) Composition of Board | 49(IA) | Yes | ---NIL--- |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB) | Yes | ---NIL--- |
| (C) Other Provisions as to Board and Committees | 49 (IC) | Yes | ---NIL--- |
| D) Code of Conduct | (49 (ID) | Yes | ---NIL--- |
| II. Audit Committee | 49 (II) | Yes | ---NIL--- |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | ---NIL--- |
| (B) Meeting of Audit Committee | 49 (IIB) | Yes | ---NIL--- |
| (C) Powers of Audit Committee | 49 (IIC) | Yes | ---NIL--- |
| (D) Role of Audit Committee | 49 II(D) | Yes | ---NIL--- |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | ---NIL--- |
| III. Subsidiary Companies | 49 (III) | NA | ---NIL--- |
| IV. Disclosures | 49 (IV) | Yes | ---NIL--- |
| (A) Basis of Related Party Transactions | 49 (IV A) | NA | There has been no Related Party Transaction |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | Yes | Forms part of the Annual Report of every year |
| (C) Board Disclosures | 49 (IV C) | Yes | The Board has laid down the procedures about the assessment and minimization of risk and the same are reviewed periodically by the Board. |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | NA | ---NIL--- |
| (E) Remuneration of Directors | 49 (IV E) | NA | No sitting fee and directors remuneration was paid to any director during the year |

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|------------------------------------|-----------|-----|---|
| (F) Management | 49 (IV F) | Yes | Forms part of the Annual Report every year |
| (G) Shareholders | 49 (IV G) | Yes | Shareholder's/ Investor Grievance Committee duly constituted. |
| V.CEO/CFO Certification | 49 (V) | Yes | Forms part of the Annual Report of every year |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Forms part of the Annual Report of every year |
| VII. Compliance | 49 (VII) | Yes | Duly Complied |

For Modi Udyog Limited

Mayank Dey

Director