

Quarterly Compliance Report on Corporate Governance

Name of the Company : VAKHARIA POWER INFRASTRUCTURE LIMITED  
 Quarter ending on : 30<sup>th</sup> September, 2013

Particulars		Clause of Listing Agreement	Compliance status (Yes / No / N.A.)	Remarks
1		2	3	4
I.	Board of Directors	49 I		
(A)	Composition of Board	49 (IA)	Yes	
(B)	Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C)	Other provisions as to Board and Committees	49 (IC)	Yes	
(D)	Code of Conduct	49 (ID)	Yes	The Company has adopted the Code of Conduct for all the Board members and senior management of the Company.
II.	Audit Committee	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 (IVA)	Yes	
(B)	Disclosure of Accounting Treatment	49 (IVB)	Yes	
(C)	Board Disclosures	49 (IVC)	Yes	
(D)	Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	

(E)	Remuneration of Directors	49 (IVE)	N.A.	
(F)	Management	49 (IVF)	Yes	
(G)	Shareholders	49 (IVG)	Yes	Complied in the Annual Report for 2012-13.
V.	CEO / CFO Certification	49 (V)	Yes	The CEO certificate was obtained for the year ended 31 <sup>st</sup> March, 2013.
VI.	Report on Corporate Governance	49 (VI)	Yes	The Annual Report for the year 2012-13 carried the report on Corporate Governance.
VII.	Compliance	49 (VII)	Yes	The Company obtained the certificate from Auditors of the company in the Annual Report for the year ended 31 <sup>st</sup> March, 2013.