

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: M/s. Binny Limited

Quarter ending on: 31.03.2013

| Particulars | Clause of Listing Agreement | Compliance Status Yes / No | Remarks |
|--|------------------------------------|-----------------------------------|----------------|
| 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 | --- |
| II Audit Committee | 49(II) | | --- |
| (A) Qualified & Independent Audit Committee | 49(II A) | Yes | --- |
| (B) Meeting of Audit Committee | 49(II B) | Yes | --- |
| (C) Powers of Audit Committee | 49(II C) | Yes | --- |
| (D) Role of Audit Committee | 49(II D) | Yes | --- |
| (E) Review of Information by Audit Committee | 49(II E) | Yes | --- |
| III Subsidiary Companies | 49(III) | Yes | --- |
| 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) | Yes | --- |
| (E) Remuneration of Directors | 49(IV E) | Yes | --- |
| (F) Management | 49(IV F) | Yes | --- |
| (G) Shareholders | 49(IV G) | Yes | --- |
| V CEO/CFO Certification | 49(V) | Yes | --- |
| VI Report on Corporate Governance | 49(VI) | Yes | --- |
| VII Compliance | 49(VII) | Yes | --- |

