



DHOOT INDUSTRIES LTD.

Quarterly Compliance Report on Corporate Governance.

Name of the Company: **DHOOT INDUSTRIES LIMITED**

Quarter Ending on: **30th September, 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 (IIA) | Yes | -- |
| B) Meeting of Audit Committee | 49 (IIB) | Yes | -- |
| C) Powers of Audit Committee 49(IIC) | 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(IV B) | Yes | -- |
| C) Board Disclosures | 49 (IV C) | Yes | -- |
| D) Proceeds from Public Issues, Right issues and preferential Issues. | 49 (IV D) | "N.A." | -- |
| 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 (V) | Yes | -- |
| VII. Compliance | 49 (VI) | Yes | -- |

For DHOOT INDUSTRIES LIMITED

(COMPLIANCE OFFICER)

Date: 8th, October, 2013

Place: Mumbai.