

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

**Name of the Company: Vani Commercials Limited**  
**Quarter ending on: 30<sup>th</sup> September, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	N.A.	
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
<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	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	
(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)	N.A.	
(F) Management	49 (IV F)	Yes	

(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO/CFO Certification</b>	49 (V)	N.A.	Will be complied with in the Annual Report 2014-15
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	N.A.	Will be complied with in the Annual Report 2014-15

\*Note: The Paid-up Share Capital of the Company increased from Rs. 2,01,98,000 to Rs. 4,11,98,000 in the month of June 2014, thereby the Clause 49 became applicable on the Company. The Company has formed an Audit Committee, Investor Grievance Committee and Remuneration Committee in the Board meeting held on 14<sup>th</sup> August, 2014.

For **Vani Commercials Limited**

**Sd/-**

**Praveen Kumar**  
**Company Secretary**

Place: New Delhi

Date: 11<sup>th</sup> October, 2014