

### Quarterly Compliance Report on Corporate Governance.

Name of Company: SHRADHA PROJECTS LTD.

Quarter ending on : 30/09/2013

| 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 Director's Compensation & Disclosure                   | 49 (IB)                     | Yes                          |         |
| (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 (IVA)                    | Yes                          |         |
| (B) Board Disclosures  | 49 (IVB)                    | Yes                          |         |
| (C) Proceeds from public issues, rights issues, Preferential issues etc. | 49 (IVC)                    | N.A.                         |         |
| (D) Remuneration of Directors  | 49 (IVD)                    | N.A.                         |         |
| (E) Management   | 49 (IVE)                    | Yes                          |         |
| (F) Shareholders   | 49 (IVF)                    | Yes                          |         |
| <b>V. CEO / CFO Certification</b>  | 49 V                        | Yes                          |         |
| <b>VI. Report on Corporate Governance</b>                                | 49 VI                       | Yes                          |         |
| <b>VII. Compliance</b>   | 49 VII                      | Yes                          |         |