

**Quarterly Compliance Report on Corporate Governance**  
(In terms of the revise clause 49 of the listing agreement)

Name of the Company : CONSORTIUM VYAPAAR LIMITED  
Quarter ended on : 30<sup>TH</sup> SEPTEMBER, 2012

| Sl. No. | Particulars                                           | Clause of The Listing Agreement | Compliance status (Yes/No) | Remarks                                                                                                                                                                                |
|---------|-------------------------------------------------------|---------------------------------|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| I.      | <b>Board of Directors-</b>                            | 49(I)                           | Yes                        | No such compensation is provided<br><br>Declaration on compliance of the code of conduct will appear in the Annual Report for the financial year ended on 31 <sup>st</sup> March 2013. |
|         | (A) Composition of Board                              | 49(1A)                          | Not Applicable             |                                                                                                                                                                                        |
|         | (B) Non-executive Directors compensation & disclosure | 49(IB)                          | Yes                        |                                                                                                                                                                                        |
|         | (C) Other provisions as to Board and Committees       | 49(IC)                          | Yes                        |                                                                                                                                                                                        |
|         | (D) Code of Conduct                                   | 49(ID)                          |                            |                                                                                                                                                                                        |
| II.     | <b>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 the Audit Committee                       | 49(IID)                         | Yes                        |                                                                                                                                                                                        |
|         | (E) Review of Information by Audit Committee          | 49(IIE)                         | Yes                        |                                                                                                                                                                                        |
| III.    | <b>Subsidiary Companies</b>                           | 49(III)                         | Not Applicable             | The Company does not have any subsidiary                                                                                                                                               |

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|             |                                                                          |         |                |                                                                                                                                                                                  |
|-------------|--------------------------------------------------------------------------|---------|----------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>IV.</b>  | <b>Disclosures-</b>                                                      | 49(IV)  |                |                                                                                                                                                                                  |
|             | (A) Basis of related party transactions                                  | 49(IVA) | Not Applicable |                                                                                                                                                                                  |
|             | (B)Board Disclosures(Risk Management)                                    | 49(IVB) | Yes            | The company has carried out detail exercise to identify the risk facing its business. These have been reviewed by the Audit Committee and the Board has also considered the same |
|             | (C) Proceeds from Public Issues, Rights issue, Preferential issues, etc. | 49(IVC) | Not Applicable | No monies were raised through any public rights or preferential issues.                                                                                                          |
|             | (D) Remuneration of Directors                                            | 49(IVD) | Not Applicable | No such remuneration is paid to Directors.                                                                                                                                       |
|             | (E) Management                                                           | 49(IVE) | Yes            | Will be complied in the Annual Report for the financial year ended on 31 <sup>ST</sup> MARCH 2013.                                                                               |
|             | (F) Share Holders                                                        | 49(IVF) | Yes            | Will be complied with the AGM /EGM                                                                                                                                               |
| <b>V.</b>   | <b>CEO/CFO Certification</b>                                             | 49(V)   | Not Applicable | Such Certification not applicable.                                                                                                                                               |
| <b>VI.</b>  | <b>Report on Corporate Governance</b>                                    | 49(VI)  | Yes            | Will be complied in the Annual Report for the financial year ended on 31 <sup>ST</sup> MARCH 2013.                                                                               |
| <b>VII.</b> | <b>Compliance</b>                                                        | 49(VII) | Yes            | Will be complied in the Annual Report for the financial year ended on 31 <sup>ST</sup> MARCH 2013.                                                                               |

For and on behalf of  
**CONSORTIUM VYAPAAR LIMITED**

Date: -

  
 (Authorized Signatory)