

### Quarterly Compliance Report on Corporate Governance

Name of the Company : **Cenlub Industries Limited**  
 Quarter Ended on : **30<sup>th</sup> June,2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes /No	Remarks
<b>I. Board of Directors</b>	49I	Yes	-
(A) Composition of Board	49(IA)	Yes	The structure of the Board of Directors of the Company Comprises of Five Executive Directors and Five Non-executive/Independent Directors.
(B) Non-executive Directors' Compensation & Disclosures	49(IB)	Yes	No compensation except the sitting fees is paid to Non executive Directors
( 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	The Committee is regular in holding meeting. In last quarter, Audit Committee Meeting was held on 28 <sup>th</sup> May,2014.
( C ) Powers of Audit Committee	49(IIC)	Yes	The powers of the Audit Committee cover all the requirements of Clause 49 of the Listing Agreement and Section 177 of the Companies Act,2013 and Rules there under.
(D)Role of Audit Committee	49II(D)	Yes	The role of the Audit Committee includes all requirements of Clause 49 of the Listing Agreement and Section 177 of the Companies Act,2013 and Rules there under.
(E)Review of Information by Audit Committee	49(IIE)	Yes	The Audit Committee reviews the relevant information as required under Clause 49 of the Listing Agreement and Section 177 of the Companies Act,2013 and Rules there under.
<b>III. Subsidiary Companies</b>	49(III)	Yes	-
<b>IV. Disclosures</b>	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, Rights Issues, Rights Issues, Preferential Issues etc.	49(IV D)	N.A	-
(E) Remuneration of Directors	49(IV E)	Yes	-
(F) Management	49(IV F)	Yes	-

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(G)Shareholders	49(IV G)	Yes	It was duly complied with at the time of Annual General Meeting.
V.CEO/CFO Certification	49(V)	Yes	It Will be complied with at the time of Annual Report.
VI. Report on Corporate Governance	49(VI)	Yes	It Will be complied with at the time of Annual Report.
VII. Compliance	49(V II)	Yes	It Will be complied with at the time of Annual Report.

**Note:-**

The Compliance status indicated is for the quarter ended 30<sup>th</sup> June,2014 or as on 30<sup>th</sup> June,2014, as relevant.

Details of compliance have been mentioned in the "Remarks column for clarity and it is requested that the same be read along with the compliance status indicated.

CENLUB INDUSTRIES LIMITED

V.K.GUPTA  
EXECUTIVE DIRECTOR

DATE:14.07.2014

