

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

Name of the Company: **Satra Properties (India) Limited**

Quarter Ending on: **30<sup>th</sup> June, 2014**

<b>Particulars</b>	<b>Clauses of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I. Board of Directors</b>	<b>49(I)</b>		
(A) Composition of Board	49(IA)	Yes	Complied
(B) Non – Executive Directors’ Compensation & Disclosures	49(IB)	Yes	No Compensation is paid to Non-Executive Directors except Sitting Fees to Independent Directors.
(C) Other provisions as to Board and Committees	49(IC)	Yes	Complied
(D) Code of Conduct	49(ID)	Yes	Complied
<b>II. Audit Committee</b>	<b>49(II)</b>		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	Complied
(B) Meeting of Audit Committee	49(IIB)	Yes	Complied
(C) Powers of Audit Committee	49(IIC)	Yes	Complied
(D) Role of Audit Committee	49(IID)	Yes	Complied
(E) Review of Information by Audit Committee	49(IIE)	Yes	Complied
<b>III. Subsidiary Companies</b>	<b>49(III)</b>	<b>Yes</b>	<b>Complied</b>
<b>IV. Disclosures</b>	<b>49(IV)</b>		
(A) Basis of Related Party Transactions	49(IV)(A)	Yes	Complied

(B) Disclosure of Accounting Treatment	49(IV)(B)	Yes	The Company is following Accounting Standards as prescribed by ICAI.
(C) Board Disclosures	49(IV)(C)	Yes	Complied and the Board is assessing the risk management on project to project basis.
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues, etc.,	49(IV)(D)	Yes	The Company has not raised capital from public issues, rights issues, preferential issues, etc., during the quarter under review. However, the Company has raised funds by allotting Secured Redeemable Non-Convertible Debentures on Private Placement basis.
(E) Remuneration of Directors	49(IV)(E)	Yes	Complied and information will be provided in the Annual Report for the Financial Year 2013-14.
(F) Management	49(IV)(F)	Yes	Complied and information will be provided in the Annual Report for the Financial Year 2013-14.
(G) Shareholders	49(IV)(G)	Yes	Complied and information will be provided in the Annual Report for the Financial Year 2013-14.
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	Complied and information will be provided in the Annual Report for the Financial Year 2013-14.
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	Complied and information will be provided in the Annual Report for the Financial Year 2013-14.
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	Complied and information will be provided in the Annual Report for the Financial Year 2013-14.

For **Satra Properties (India) Limited**

**Manan Y. Udani**  
**Compliance Officer**

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

Place: Mumbai