

**Annexure I B****Format of Quarterly Compliance Report on Corporate Governance****Name of the Company: BHARTIYA INTERNATIONAL LIMITED****Quarter ending on: 31.12.2012**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	491	YES	DULY CONSTITUTED
(A) Composition of Board	49 (IA)	YES	DULY COMPLIED
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	DULY COMPLIED
(C) Other provisions as to Board and Committees	49 (IC)	YES	DULY FOLLOWED
(D) Code of Conduct	49 (ID)	YES	POSTED ON COMPANY'S WEBSITE. CEO DECLARATION IS GIVEN IN ANNUAL REPORT 2011-2012
<b>II. Audit Committee</b>	49 (II)	YES	DULY COMPLIED
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	DULY COMPLIED
(B) Meeting of Audit Committee	49 (IIB)	YES	DULY CONDUCTED
(C) Powers of Audit Committee	49 (IIC)	YES	DULY EXERCISED
(D) Role of Audit Committee	49 II(D)	YES	DULY FOLLOWED
(E) Review of Information by Audit Committee	49 (IIE)	YES	DULY FOLLOWED
<b>III. Subsidiary Companies</b>	49 (III)	(i) N.A.	THERE IS NO MATERIAL NON-LISTED INDIAN SUBSIDIARY
		(ii) YES	DULY COMPLIED
		(iii) YES	DULY COMPLIED
<b>IV. Disclosures</b>	49 (IV)	YES	DULY COMPLIED
(A) Basis of related party transactions	49 (IV A)	YES	DULY COMPLIED
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	DULY COMPLIED
(C) Board Disclosures	49 (IV C)	YES	DULY COMPLIED
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	YES	DULY DISCLOSED
(E) Remuneration of Directors	49 (IV E)	YES	DULY FOLLOWED
(F) Management	49 (IV F)	YES	DULY COMPLIED
(G) Shareholders	49 (IV G)	YES	DULY COMPLIED
<b>V. CEO/CFO Certification</b>	49 (V)	YES	ANNEXED TO ANNUAL REPORT 2011-2012
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	DULY COMPLIED
<b>VII. Compliance</b>	49 (VII)	YES	49(VII-1)DULY COMPLIED 49(VII-2)DISCLOSURE IS MADE IN ANNUAL REPORT 2011-2012

**Deepthi Gambhir**  
**Company Secretary**  
**1.1.2013**