

SUNIL INDUSTRIES LIMITED

(AN ISO 9001 & 14001 CERTIFIED COMPANY)

Corporate Office 315, Rewa Chambers

New Marine Lines, Mumbai - 400 020 Tel.: (022) 2201 7389 / 2208 7860

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Quarterly Compliance Report on Corporate Governance.

Name of the Company:

SUNIL INDUSTRIES LIMITED

Quarter Ending on:

30th June, 2012

| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------------|--------------------------------|--|
| I. Board of Directors | 491 | | |
| A) Composition of Board | 49(IA) | Yes | |
| B) Non-Executive Directors' compensation & disclosures | 49(IB) | | |
| C) Other provisions as to Board and Committees | 49 (IC) | Yes | |
| D) Code of Conduct | 49 (ID) | Yes | |
| II. Audit Committee | 49 (11) | | |
| A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | |
| B) Meeting of Audit Committee | 49 (IIB) | Yes | |
| C) Powers of Audit Committee 49(IIC) | 49 (IIC) | Yes | |
| D) Role of Audit Committee | 49 (IID) | Yes | max |
| E) Review of Information by Audit Committee | 49 (IIE) | Yes | No. and |
| III. Subsidiary Companies | 49 (111) | "N.A." | MA ME |
| IV. Disclosures | 49 (IV) | | |
| A) Basis of related party transactions | 49 (IVA) | Yes | THE SECOND SECON |
| B) Disclosure of Accounting Treatment | 49(IVB) | Yes | |
| C) Board Disclosures | 49 (IVC) | Yes | |
| D) Proceeds from Public Issues, Right issues and preferential Issues. | 49 (IVD) | "N.A." | |
| E) Remuneration of Directors. | 49 (IVE) | Yes | Will be complied in the next Annual Report |
| F) Management | 49 (IVF) | Yes | |
| G) Shareholders | 49 (IVG) | Yes | |
| V. CEO/CFO Certification | 49(V) | Yes | Will be complied in the next Annual Report |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Will be complied in the next Annual Report |
| VII. Compliance | 49 (VII) | Yes | Will be complied in the next Annual Report |

For SUNIL INDUSTRIES LIMITED

Date: July 3, 2012 Place: Mumbai

VINOD LATH MANAGING DIRECTOR