

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **VISISTH CHAY VYAPAR LIMITED**

Quarter ending on: **30th September, 2011**

Particulars	Clauses of Listing Agreement	Compliance Status yes/No	Remarks
I. Board of Directors	49I		
(A) Composition of Board	49(IA)	Yes	
(B) Non- executive Directors Compensation & disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committee	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	
II. Audit Committee	49(II)	Yes	
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of Audit Committee	49(IIB)	Yes	
(C) Power of Audit Committee	49(IIC)	Yes	
(D) Role of Audit Committee	49(IID)	Yes	
(E) Review of Information by Audit Committee	49(IIE)	Yes	
III. Subsidiary Companies	49(III)	N.A	
IV. Disclosures	49(IV)	Yes	
(A) Basis of Related Party Transaction	49(IVA)	Yes	
(B) Board Disclosures	49(IVB)	Yes	
(C) Proceeds from public Issues, rights Issue, Preferential issues etc	49(IVC)	N.A	
(D) Remuneration of Directors	49(IVD)	Yes	Complied in the Annual Report
(E) Management	49(IVE)	Yes	Complied in the Director's Report
(F) Shareholders	49(IVF)	Yes	Complied in the Annual Report
V. CEO/CFO Certification	49(V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	Complied in the Annual Report
VII. Compliance	49(VII)	Yes	Complied in the Annual Report

For VISISTH CHAY VYAPAR LIMITED

C. E. Parakkal

COMPLIANCE OFFICER