

ZENITH CAPITALS LIMITED

Date: 14th October, 2014

Corporate Governance Report for the Quarter ended on 30th September, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I	Yes	--
(A) Composition of Board	49(IA)	Yes	--
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	--
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	Disclosure requirement complied in Annual Report 2013-14
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) Powers of Audit Committee	49 (IIC)	Yes	--
(D) Role of Audit Committee	49 II(D)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49 (III)	NA	--
IV. Disclosures	49 (IV)	Yes	--
(A) Basis of Related Party Transactions	49 (IV A)	Yes	--
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	--
(C) Board Disclosures	49 (IV C)	Yes	--
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	--
(E) Remuneration of Directors	49 (IV E)	Yes	No remuneration is being paid to Directors
(F) Management	49 (IV F)	Yes	Disclosure requirement complied in Annual Report 2013-14
(G) Shareholders	49 (IV G)	Yes	Disclosure requirement complied in Annual Report 2013-14
V.CEO/CFO Certification	49 (V)	Yes	Disclosure requirement complied in Annual Report 2013-14



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VI. Report on Corporate Governance	49 (VI)	Yes	Disclosure requirement complied in Annual Report 2013-14
VII. Compliance	49 (VII)	Yes	Disclosure requirement complied in Annual Report 2013-14

Yours faithfully,
For Zenith Capitals Limited



Yatin K Potdar
Compliance Officer

