

**Format of Quarterly Compliance Report on Corporate Governance**

Name of the Company: NAGA DHUNSERI GROUP LIMITED

Reg Office: " Dhunseri House" , 4A, Woodburn Park, Kolkata- 700020

Quarter ending on: 31st December 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' Compensation & disclosures	49 (IIC)	Yes	will be complied in the next Annual Report
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	No Subsidiary
<b>VI. Risk Management</b>	49 (VI)	N.A.	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	will be complied in the next Annual Report
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	will be complied in the next Annual Report
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	will be complied in the next Annual Report
(C) Remuneration of Directors	49 (VIIC)	Yes	will be complied in the next Annual Report
(D) Management	49 (VIID)	Yes	will be complied in the next Annual Report
(E) Shareholders	49 (VIIIE)	Yes	Details disclosed in Annual Report of 2013-14. Will be disclosed in Annual Report of 2014-15 .
(F) Disclosure of resignation of Directors	49 (VIIF)	Yes	
(G) Disclosure of formal letter of appointment	49 (VIIG)	Yes	
(H) Disclosure in the Annual report	49 (VIIH)	Yes	will be complied in the next Annual Report
(I) Proceeds from public issue, rights	49 (VIII I)	N.A.	No public issue was made

