## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : BSL Ltd.

Quarter ending on : 30<sup>th</sup> June, 2014

| Particulars                                                              | Clause of listing Agreement | Complianc<br>e status<br>(Yes/No) | Remarks |
|--------------------------------------------------------------------------|-----------------------------|-----------------------------------|---------|
| 1                                                                        | 2                           | 3                                 | 4       |
| I. Board of Directors                                                    |                             |                                   |         |
| (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                               | -       |
| (D) Code of Conduct                                                      | 49 (ID)                     | Yes                               | -       |
| II. Audit Committee                                                      | 49 (II)                     | 4                                 |         |
| (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 (IID)                    | Yes                               | -       |
| (E) Review of Information by Audit Committee                             | 49 (IIE)                    | Yes                               | -       |
| III. Subsidiary Companies                                                | 49 (III)                    | N.A.                              | -       |
| IV. Disclosures                                                          | 49 (IV)                     |                                   |         |
| (A) Basis of related party transactions                                  | 49 (IVA)                    | Yes                               | -       |
| (B) Disclosure of Accounting treatment                                   | 49 (IVB)                    | Yes                               | -       |
| (C)Board Disclosures                                                     | 49 (IVC)                    | Yes                               |         |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD)                    | N.A.                              | -       |
| (E) Remuneration of Directors                                            | 49 (IVE)                    | Yes                               | -       |
| (F) Management                                                           | 49 (IVF)                    | Yes                               | -       |
| (G) Shareholders                                                         | 49 (IVG)                    | Yes                               | -       |
| V. CEO / CFO Certification                                               | 49 (V)                      | Yes                               | -       |
| VI. Report on Corporate Governance                                       | 49 (VI)                     | Yes                               | -       |
| VII. Compliance                                                          | 49 (VII)                    | Yes                               | -       |

(\*) Appointment of two Independent Directors is under process as per clause 49 (c) (iv).

For BSL LIMITED

(PRAVEEN JAIN) CFO & CO. SECRETARY