

**QUARTERLY COMPLIANCE REPORT**  
**ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT**


Name of the Company : Vitan Agro Industries Limited

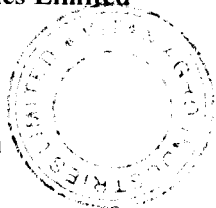
Quarter ending on : 30<sup>th</sup> September, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
1	2	3	4
<b>I. Board of Directors</b>	49 I		
(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	
<b>II. Audit Committee</b>	49 (II)		
(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 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	<b>N.A.</b>	
<b>IV. Disclosures</b>	49 (IV)		
(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)	<b>N.A.</b>	
(E) Remuneration of Directors	49 (IV E)	Yes	Already complied in the Annual Report for the financial year 2013-2014 and will be complied in the next Annual Report for the financial year 2014-2015.
(F) Management	49 (IV F)	Yes	Already complied in the Annual Report for the financial year 2013-2014 and will be complied in the next Annual Report for the financial year 2014-2015.

(G) Shareholders	49 (IV G)	Yes	Already complied in the Annual Report for the financial year 2013-2014 and will be complied in the next Annual Report for the financial year 2014-2015.
V.CEO/CFO Certification	49 (V)	Yes	Already complied in the Annual Report for the financial year 2013-2014 and will be complied in the next Annual Report for the financial year 2014-2015.
VI. Report on Corporate Governance	49 (VI)	Yes	Already complied in the Annual Report for the financial year 2013-2014 and will be complied in the next Annual Report for the financial year 2014-2015.
VII. Compliance	49 (VII)	Yes	Already complied in the Annual Report for the financial year 2013-2014 and will be complied in the next Annual Report for the financial year 2014-2015.

Yours Faithfully,  
For Vitan Agro Industries Limited

  
Gopaldaswami Raghavan  
Company Secretary



Place: Chennai  
Date: 13<sup>th</sup> October, 2014