

BOMBAY RAYON FASHIONS LIMITED

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED JUNE 30, 2013.

Particulars	Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	No	In the last month of the quarter there was a sad demise of one of our independent director. The Company is in process of appointing a new director in his place.
(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)		
(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)	Yes	-
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.	There are no proceeds from public issues, right issues, preferential issues etc.
(E) Remuneration of Directors	49 (IVE)	N.A.	Will be complied in the ensuing AGM
(F) Management	49 (IVF)	Yes	-
(G) Shareholders	49 (IVG)	N.A.	Will be complied in the ensuing AGM
V. CEO/CFO Certification	49 (V)	N.A.	Will be complied in the ensuing AGM
VI(I)Report on Corporate Governance	49 (VI)	N.A.	Will be complied in the ensuing AGM
VII. (I)Compliance	49 (VII)	N.A.	Will be complied in the ensuing AGM

For BOMBAY RAYON FASHIONS LIMITED

Prachi

Prachi Deshpande
Company Secretary

Date 15.07.2013