



SURYA ROSHNI LIMITED

LIGHTING DIVISION

Padma Tower-1, Rajendra Place, New Delhi-110 008

Ph.: +91-11-25810093-96, 47108000 Fax : +91-11-25789560

E-mail : surya@sroshni.com Website : www.suryaroshnilighting.com

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **SURYA ROSHNI LIMITED**

Quarter Ending on : **31st March, 2012**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	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	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Company	49 (III)	Yes	
IV. Disclosure	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	Shall form part of the Annual Report 2011-12
(B) Disclosure of Accounting treatment	49 (IVB)	N.A	
(C) Board Disclosures	49 (IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	
(E) Remuneration of Directors	49 (IVE)	Yes	
(F) Management	49 (IVF)	Yes	Shall form part of the Annual Report 2011-12
(G) Shareholders	49 (IVG)	Yes	
V. CEO /CFO Certification	49 (V)	Yes	Shall be made in the Annual Report 2011-12
VI. Report on Corporate Governance	49 (VI)	Yes	Shall form part of the Annual Report 2011-12
VII. Compliance	49 (VII)	Yes	Certificate from practicing Company Secretary is enclosed



For SURYA ROSHNI LTD.

B B Singal

AVP & Company Secretary



