



10<sup>th</sup> January, 2015

The Manager  
Madras Stock Exchange Limited  
No: 30, Second Line, Beach,  
Chennai – 600001, Tamil Nadu,  
India.

Dear Sir,

**SUB:** Compliances for the Quarter ended **31<sup>st</sup> December, 2014** in pursuance of listing agreement entered with Stock Exchanges – Reg

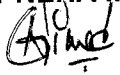
**Ref:** NEHA INTERNATIONAL LTD

We are herewith enclosing Quarterly report on the Corporate Governance for the Quarter ended 31<sup>st</sup> December, 2014 as per Clause 49 of Listing agreement entered with Stock Exchange.

Kindly accept and take the above on record.

Thanking you

Yours faithfully  
For **NEHA INTERNATIONAL LIMITED**

  
G. Vinod Reddy  
Managing Director

Encl: a/a



neha

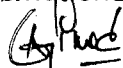
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Neha International Limited  
Quarter ended on: 31.12.2014

Scrip code : MSE NEHAI NT  
Scrip Code : BSE 519560

Sl.No.	Particulars	Clause of Listing agreement	Compliance Status (Yes/No/N/A)	Remarks
1	2	3	4	
I	<b>Board of Directors</b>	49 I		
A	Composition of Board	49 (1A)	Yes	Composition is as per the provisions of clause 49(1A) read with the Companies Act,1956.
B	Non-executive Directors' compensation & disclosures	49 (1B)	Yes	Complied with
C	Other provisions as to Board of Committees	49 (1C)	Yes	Board meetings, memberships or Chariman in committees and the information to be furnished before board meetings are as per the provisions of Clause 49(1C) read with the Companies Act,1956
D	Code of Conduct	49 (1D)	Yes	Code of conduct for Directors and senior management personnel adopted by the Board of Directors. Declaration of affirmation of compliance by the Chairman & Managing Director is included in Annual Report 2012-13
II.	<b>Audit Committee</b>	49 (II)		
A	Qualified & Independent Audit Committee	49 (IIA)	Yes	Members of the audit committee are as per the provisions of Clause 49(IIA)
B	Meeting of Audit Committee	49 (IIB)	Yes	Meetings of the audit committee are conducted as per the provisions of clause 49(IIB)
C	Powers of Audit Committee	49 (IIC)	Yes	The powers of audit committee includes the powers stated under Clause 49(IIC) read with the provisions of the Companies Act,1956.
D	Role of Audit Committee	49 (IID)	Yes	The role of the audit committee includes the points given under clause 49(IID) read with the provisions of the Companies Act,1956
E	Review of Information by Audit Committee	49 (IIE)	Yes	The matters reviewed by audit committee includes the information given under clause 49(IIE) read with the provisions of the Companies Act,1956.

**Neha International Limited**

  
**Managing Director**

III.	<b>Subsidiary Companies</b>	49 (III)	Yes	Complied in the Annual report 2012-13
IV	<b>Disclosures</b>	49 (IV)		
(A)	Basis of related party transactions	49 (IV A)	Yes	The company is complying with the requirement
(B)	Disclosure of Accounting Treatment	49 (IV B)	Yes	The company is complying with the requirement
(C)	Board Disclosures	49 (IV C)	Yes	Complied in Annual report 2012-13
(D)	Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	The Company has not raised any money during the Quarter ended 31December, 2014
(E)	Remuneration of Directors	49 (IV E)	Yes	Complied with
(F)	Management	49 (IV F)	Yes	Management discussion and analysis Report to the Share holders - Complied in Annual Report 2012-13
(G)	Shareholders	49 (IV G)	Yes	The Company has been complying with all the provisions given under Clause 49(IVG).
V	<b>CEO/CFO Certification</b>	49 (V)	Yes	Submitted to the Board at the meeting where annual accounts are put up for consideration and approval.
VI	<b>Report on Corporate Governance</b>	49 (VI)	Yes	Forms part of Annual Report and quarterly compliance reports are regularly submitted to stock exchanges.
VII	<b>Compliance</b>	49 (VII)	Yes	Auditors' certificate on compliance is included in the Annual Report 2012-13

Place: Hyderabad  
Date: 10/01/2015

For Neha International Limited



G. Vinod Reddy  
Managing Director