



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **Neha International Limited**
 Quarter ended on: **30.09.2011**

Scrip code : **519560**

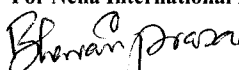
Sl.No.	Particulars	Clause of Listing agreement	Compliance Status (Yes/No/N.A)	Remarks
	1	2	3	4
I	Board of Directors	49 I		
A	Composition of Board	49 (1A)	Yes	Composition is as per the provisions of clause 49(1A) read with the Companies Act,1956.
B	Non-executive Directors' compensation & disclosures	49 (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 2009-10
II.	Audit Committee	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.



III.	Subsidiary Companies	49 (III)	Yes	Complied in the Annual report 2009-10.
IV	Disclosures	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 - Risk Management	49 (IV C)	Yes	Complied in Annual report 2009-10
(D)	Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	During the quarter the Company has allotted 35,30,000 Equity shares by way of conversion of share warrants. By way of this allotment the co has raised an amount of Rs 14,56,12,500 which has been utilised for ongoing ventures abroad and other corporate purposes. During the same period 66,250 shares are issued to employees as per NEHA ESOP 2007 subsequent to receipt of exercise price of Rs 20 each.
(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 2009-10
(G)	Shareholders	49 (IV G)	Yes	The Company has been complying with all the provisions given under Clause 49(IVG).
V	CEO/CFO Certification	49 (V)	Yes	Submitted to the Board at the meeting where annual accounts, quarterly financial results are put up for consideration and approval.
VI	Report on Corporate Governance	49 (VI)	Yes	Forms part of Annual Report and quarterly compliance reports are regularly submitted to stock exchanges.
VII	Compliance	49 (VII)	Yes	Auditors' certificate on compliance is included in the Annual Report 2009-10

Place: Hyderabad
Date: October 11, 2011

For Neha International Limited


CS Bhavani Prasad C N
Company Secretary
M No: 20126

