

## Quarterly Compliance Report on Corporate Governance

Name of the Company: HIMALAYA GRANITES LIMITED

Quarter ending on: 31.03.2013

| Particulars   | Clause of Listing agreement | Compliance Status Yes/No | Remarks   |
|---|-----------------------------|--------------------------|---|
| <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)                    | Yes                      |   |
| (D) Role of Audit Committee   | 49 (IID)                    | Yes                      |   |
| (E) Review of Information by Audit Committee                            | 49 (IIE)                    | Yes                      |   |
| <b>III. Subsidiary Companies</b>  | 49 (III)                    | Not Applicable           |   |
| <b>IV. Disclosures</b>  | 49 (IV)                     | -                        |   |
| (A) Basis of related party transactions                                 | 49 (IVA)                    | 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)                   | Not Applicable           |   |
| (E) Remuneration of Directors.  | 49 (IV E)                   | Yes                      | For the year 2011-12, complied with in the Annual Report 2011-12 and for the year 2012-13, will be complied in the Annual Report 2012-13.                         |
| (F) Management  | 49 (IV F)                   | Yes                      | For the year 2011-12, complied with in the Annual Report 2011-12 and for the year 2012-13, will be complied in the Annual Report 2012-13.                         |
| (G) Shareholders  | 49 (IV G)                   | Yes                      | Complied with in the Annual Report 2011-12 and complying accordingly.   |
| <b>V. CEO/CFO Certification</b>   | 49 (V)                      | Yes                      | Complied with at the Board Meeting held on 30.05.2012 at which the Audited Financial Statements of the Company for the year 2011-12 were considered and approved. |
| <b>VI. Report on Corporate Governance</b>                               | 49 (VI)                     | Yes                      | For the year 2011-12, complied with in the Annual Report 2011-12 and for the year 2012-13, will be complied in the Annual Report 2012-13.                         |
| <b>VII. Compliance</b>  | 49 (VII)                    | Yes                      | For the year 2011-12, complied with in the Annual Report 2011-12 and for the year 2012-13, will be complied in the Annual Report 2012-13.                         |

For HIMALAYA GRANITES LIMITED

RAMESH KUMAR HARITWAL  
MANAGING DIRECTOR & CEO

Dated: 12th April, 2013