

BODAL CHEMICALS LTD.

REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED ON 31ST DECEMBER, 2011

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/NA)	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)	Yes	--
(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 (IV A)	Yes	Will be given/disclosed in next Annual Report
(B) Board Disclosures	49 (IV B)	Yes	Will be given/disclosed in next Annual Report
(C) Proceed from Warrants conversion into equity shares.	49 (IV C)	Yes	Will be given/disclosed in next Annual Report and as per note*
(D) Remuneration of Directors	49 (IV D)	Yes	Will be given/disclosed in next Annual Report
(E) Management	49 (IV E)	Yes	Will be given/disclosed in next Annual Report
(F) Shareholders	49 (IV G)	Yes	Will be given/disclosed in next Annual Report
V. CEO/CFO Certification	49 (V)	Yes	Will be given/disclosed in next Annual Report
VI. Report on Corporate Governance	49 (VI)	Yes	Will be given/disclosed in next Annual Report
VII. Compliance	49 (VII)	Yes	Will be given/disclosed in next Annual Report

*Note: The Company has received Rs. 9.06 crore, for warrants converted into equity shares, from Promoter Group/ Non Promoter. The said amount has been fully utilized for Long Term Working Capital/general corporate purposes, as per object of the Preferential Issue, which was approved by shareholders in EGM held on 28th April, 2010. The Company has already disclosed said matter in notes of unaudited financial results for the quarter ended on 30th September, 2011, which was approved and declared by the Board of Directors on 14th November, 2011.