

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of the Company: GOPALA POLYPLAST LIMITED**

**Quarter Ending on: 31<sup>st</sup> December, 2013**

Particulars	Clause of Listing Agreement	Compliance Status (Yes / No)	Remarks
1	2	3	4
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	N.A.	Sitting fees not paid exceeding limits prescribed under the Act and hence does not require approval of the shareholder
(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 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	The Company is not having any subsidiary Company
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	No treatment different from that prescribed in an Accounting Standard was followed while preparing Financial statement for the year ended 31/03/2013.
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V.CEO/CFO Certification</b>	49 (V)	Yes	Last certification was for the year ended 31/03/2013
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Last report was for the year ended 31/03/2013
<b>VII. Compliance</b>	49 (VII)	Yes	Last compliance certificate was obtained from the Auditor of the Company for the year ended 31/03/2013

**For Gopala Polyplast Limited ("And Reduced")**

**Manoj Somani**  
**Managing Director**