

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Kamini Finance And Investment Company Limited
Quarter ending on: 30th September, 2012

| Particulars | Clauses of Listing Agreement | Compliance Status yes/No | Remarks |
|--|-------------------------------------|---------------------------------|-----------------------------------|
| I. Board of Directors | 49I | | |
| (A) Composition of Board | 49(IA) | Yes | |
| (B) Non- executive Directors Compensation & disclosures | 49(IB) | Yes | |
| (C) Other provisions as to Board and Committee | 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) Power 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) | N.A | |
| IV. Disclosures | 49(IV) | Yes | |
| (A) Basis of Related Party Transaction | 49(IVA) | Yes | |
| (B) Board Disclosures | 49(IVB) | Yes | |
| (C) Proceeds from public Issues, rights Issue, Preferential issues etc | 49(IVC) | N.A | |
| (D) Remuneration of Directors | 49(IVD) | Yes | Complied in the Annual Report |
| (E) Management | 49(IVE) | Yes | Complied in the Director's Report |
| (F) Shareholders | 49(IVF) | Yes | Complied in the Annual Report |
| V. CEO/CFO Certification | 49(V) | Yes | |
| VI. Report on Corporate Governance | 49(VI) | Yes | Complied in the Annual Report |
| VII. Compliance | 49(VII) | Yes | Complied in the Annual Report |

For KAMINI FINANCE AND INVESTMENT COMPANY LIMITED



COMPLIANCE OFFICER