

Compliance Report on Corporate Governance for the quarter ended 31st March, 2013

| Particulars | Clause of Listing Agreement | Compliance status (Yes/No/N.A.) | Remarks |
|--|-----------------------------|---------------------------------|--|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49I | | |
| (A) Composition of Board | 49 (IA) | Yes | - |
| (B) Non-executive Directors compensation & disclosures | 49(1B) | Yes | - |
| (C) Other provisions as to Board and Committees | 49(1C) | Yes | - |
| (D) Code of Conduct | 49(1D) | Yes | Code of Conduct for the Board of Directors and Senior Management Personnel is available in the Company's Website i.e. www.genera.in |
| II. Audit Committee | 49II | | |
| (A) Qualified & Independent Audit Committee | 49(IIA) | Yes | - |
| (B) Meeting of Audit Committee | 49(11B) | Yes | - |
| (C) Powers of Audit Committee | 49(11C) | Yes | - |
| (D) Role of Audit Committee | 49(11D) | Yes | - |
| (E) Review of information by Audit Committee | 49(11E) | Yes | - |
| III. Subsidiary Companies | 49(III) | NA | - |

GENERA AGRI CORP LIMITED

(Formerly Genera Industries Limited)

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Ph : +91 40-67229000 (18 lines), Fax : +91 40-67229099, Web : www.genera.in

| | | | |
|--|---------|-----|--|
| IV. Disclosures | 49(IV) | | |
| (A) Basis of related party transactions | 49(IVA) | Yes | - |
| (B) Disclosure of Accounting Treatment | 49(IVB) | Yes | - |
| (C) Board Disclosures- Risk Management | 49(IVC) | Yes | - |
| (D) Proceeds from public issues, rights Issues, preferential issues etc. | 49(IVD) | NA | - |
| (E) Remuneration of Directors | 49(IVE) | Yes | Will be disclosed in the ensuing Annual Report |
| (F) Management | 49(IVF) | Yes | Will be disclosed in the ensuing Annual Report |
| (G) Shareholders | 49(IVG) | Yes | - |
| V. CEO/CFO Certification | 49(V) | Yes | Will be disclosed in the ensuing Annual Report |
| VI. Report on Corporate Governance | 49(VI) | Yes | 49(VI)(ii) - Will be complied in the ensuing Annual Report |
| VII. Compliance | 49(VII) | Yes | Will be complied in the ensuing Annual Report. |

Thanking You,

Yours truly,

For Genera Agri Corp Limited

M Rajesh
M. Rajesh Naidu
(Managing Director)



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