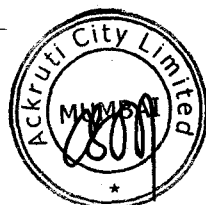


## ACKRUTI CITY LIMITED

### COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED MARCH 31, 2011

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS	REMARKS
<b>I. BOARD OF DIRECTORS</b>	49 I		
(A) Composition of Board	49 (1A)	COMPLIANT	
(B) Non-executive Directors' compensation and disclosures	49 (1B)	COMPLIANT	Details of fees / compensation paid to Non-executive Directors will be disclosed in section on Corporate Governance of the Annual Report for the year 2010-11.
(C) Other provisions as to Board and Committees	49 (1C)	COMPLIANT	
(D) Code of Conduct	49 (1D)	COMPLIANT	Affirmation by Board members and Senior Management regarding compliance with the Code of Conduct will be disclosed in the section on Corporate Governance of the Annual Report for the year 2010-11.
<b>II. AUDIT AND COMPLIANCE COMMITTEE</b>	49 II		
(A) Qualified and independent Audit Committee	49 (II A)	COMPLIANT	Relevant particulars will be disclosed in the Annual Report for the year 2010-11.
(B) Meeting of Audit Committee	49 (II B)	COMPLIANT	
(C) Powers of Audit Committee	49 (II C)	COMPLIANT	
(D) Role of Audit Committee	49 (II D)	COMPLIANT	
(E) Review of information by Audit Committee	49 (II E)	COMPLIANT	
<b>III. SUBSIDIARY COMPANIES</b>	49 (III)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2010-11.
<b>IV. DISCLOSURES</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2010-11.
(B) Disclosure of Accounting Treatment	49 (IV B)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2010-11
(C) Board Disclosures	49 (IV C)	COMPLIANT	
(D) Proceeds from public issues, right issues, preferential issues, etc.	49 (IV D)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2010-11.



PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS	REMARKS
<b>IV. DISCLOSURES</b>	<b>49 (IV)</b>		
(E) Remuneration of Directors	49 (IV E)	<b>COMPLIANT</b>	Details of remuneration and shareholding of all Directors will be disclosed in section on Corporate Governance of the Annual Report for the year 2010-11.
(F) Management	49 (IV F)	<b>COMPLIANT</b>	Particulars will be disclosed in the Annual Report for the year 2010-11.
(G) Shareholders	49 (IV G)	<b>COMPLIANT</b>	Particulars will be disclosed in the Annual Report for the year 2010-11.
<b>V. CEO/CFO CERTIFICATION</b>	<b>49 (V)</b>	<b>COMPLIANT</b>	will be complied with for the year ended March 31, 2011.
<b>VI. REPORT ON CORPORATE GOVERNANCE</b>	<b>49 (VI)</b>	<b>COMPLIANT</b>	Will be complied with in the Annual Report for the year 2010-11.
<b>VII. COMPLIANCE</b>	<b>49 (VII)</b>	<b>COMPLIANT</b>	Will be complied with in the Annual Report for the year 2010-11.

The Company is fully compliant with all the provisions of Clause 49 of the Listing Agreement.

For Ackruti City Limited

*Chetan S. Mody*

Chetan S. Mody  
Company Secretary

