

SHARAD FIBRES & YARN PROCESSORS LIMITED

220, Unique Industrial Estate, Off. Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025.
Telephone:022-43226969, E mail : bane@sdalmia.com

July 9, 2012

The Deputy General Manager,
Listing Department,
The Stock Exchange,
Mumbai - 400 001.

Reg : Security Code No. 514402:

Sub : QUARTERLY CORPORATE GOVERNANCE REPORT :

Dear Sir,

With reference to above and as required under Clause 49 of the Listing Agreement, kindly find enclosed herewith QUARTERLY CORPORATE GOVERNANCE REPORT for the Quarter ended **JUNE 30, 2012.**

Kindly take the same in your record.

Thanking you,
Yours Faithfully,

FOR SHARAD FIBRES & YARN PROCESSORS LIMITED

Shilpa
COMPLIANCE OFFICER/AUTHORISED SIGNATORY

Encl : A/a.



Format of Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: SHARAD FIBRES & YARN PROCESSORS LIMITED.
Quarter ending on: JUNE, 2012.

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | 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) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | YES | |
| (B) Meeting of Audit Committee | | YES | |
| (C) Powers of Audit Committee 49 (IIC) | 49 (IIB) | YES | |
| (D) Role of Audit Committee | 49 II(D) | YES | |
| (E) Review of information by Audit Committee | 49 (IIE) | YES | |
| III. Subsidiary Companies | 49 (III) | N/A | THE COMPANY DO NOT HAVE SUBSIDIARY |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of Related Party Transactions | 49 (IV A) | YES | COMPLIED IN ANNUAL REPORT |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | YES | COMPLIED IN ANNUAL REPORT |
| (C) Board Disclosures | 49 (IV C) | YES | COMPLIED IN ANNUAL REPORT |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | N/A | |
| (E) Remuneration of Directors | 49 (IV E) | YES | COMPLIED IN ANNUAL REPORT |
| (F) Management | 49 (IV F) | YES | COMPLIED IN ANNUAL REPORT |
| (G) Shareholders | 49 (IV G) | YES | COMPLIED IN ANNUAL REPORT |
| V. CEO/CFO Certification | 49 (V) | YES | COMPLIED IN ANNUAL REPORT |
| VI. Report on Corporate Governance | 49 (VI) | YES | COMPLIED IN ANNUAL REPORT |
| VII Compliance | 49 (VII) | YES | COMPLIED IN ANNUAL REPORT |

FOR SHARAD FIBRES & YARN PROCESSORS LIMITED

S. S. S.

AUTHORISED SIGNATORIES/COMPLIANCE OFFICER