

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: DEEP INDUSTRIES LIMITED

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

Particulars	Clause of Listing Agreement	Compliance Status (Yes/ No)	Remarks
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49(IA)	YES	----
(B) Non-executive Director's compensation & disclosures	49(IB)	N.A.	----
(C) Other Provisions as to Board and Committees	49(IC)	YES	----
(D) Code of Conduct	49(ID)	YES	----
1. To lay down a code of conduct for all Board members and senior Management	49(ID)(i)	YES	----
2. Board members and senior management to affirm compliance on an annual basis	49(ID)(ii)	YES	----
3. Annual Report to contain declaration to this effect signed by CEO	49(ID)(ii)	YES	Will be Complied in the Annual Report of 2013-14.
<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(IID)	YES	----
(E) Review of Information by Audit Committee	49(IIE)	YES	----

<b>III. Subsidiary Companies</b>	49(III)	YES	----
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party transactions	49(IVA)	YES	----
(B) Disclosure of Accounting treatment	49(IVB)	YES	Will be Complied in the Annual Report of 2013-14.
(C) Board Disclosures	49(IVC)	YES	----
(D) Proceeds from public issues, right issues, preferential issues etc.	49(IVD)	N.A.	----
(E) Remuneration of Directors	49(IVE)	YES	Will be Complied in the Annual Report of 2013-14.
(F) Management	49(IVF)	YES	Will be Complied in the Annual Report of 2013-14.
(G) Shareholders	49(IVG)	YES	----
<b>V. CEO/ CFO Certification</b>	49(V)	YES	Will be Complied in the Annual Report of 2013-14.
<b>VI. Report on Corporate Governance</b>	49(VI)		
<ul style="list-style-type: none"> <li>◆ Annual Report to contain Separate Section on Corporate Governance</li> <li>◆ Quarterly Compliance report to Stock Exchange</li> </ul>	49(VI)(i)	YES	Will be Complied in the Annual Report of 2013-14.
	49(VI)(ii)	YES	---
<b>VII. Compliance</b>	49(VII)	YES	Will be Complied in the Annual Report of 2013-14.