

**Quarterly Compliance on Corporate Governance  
Under Clause 49 of the Listing Agreement**

**Name of the Company : NEERAJ PAPER MARKETING LTD.**  
**Quarter ending on : 31.12.2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	No	The Board of Director of the company comprises of five Directors, out of which two directors are executive and other three directors are non-executive director. In order to comply with the Listing Agreement, the company is searching for an Independent Director.
(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	
<b>II. Audit Committee</b>			
(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 Company</b>	49 (III)	N.A.	
<b>IV. Disclosures</b>	49 (I V)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	



(D) Proceeds from public issues, rights Issues, preferential Issues etc.	49(IV D)	N.A	
(E) Remuneration of Directors	49(IVE)	Yes	
(F) Management	49(IV F)	Yes	
(G) Shareholders	49(IV G)	Yes	
<b>V. CEO/CFO Certification</b>	49(V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

**For Neeraj Paper Marketing Ltd.**



**Pranab Kumar Roy  
(Company Secretary)**