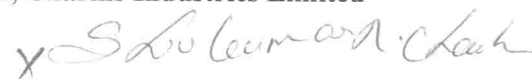


Quarterly Compliance Report on Corporate Governance:-**Name Of Company: Charms Industries Limited****Quarter Ending on: - 31st March, 2014**

Particulars		Clause of Listing Agreement	Compliance Status (Yes/No/N.A)	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	Kept on the Website of the Company and declaration will be complied in the annual report
II.	Audit Committee	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	
III.	Subsidiary Companies	49 (III)	N.A.	
IV.	Disclosures:	49 (IV)		
	(A) Basis of related party transactions	49 (IVA)	Yes	
	(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	
	(C) Board Disclosures	49 (IVC)	Yes	
	(D) Proceeds from Public Issue, Rights Issues, Preferential issues etc.	49 (IVD)	N.A.	
	(E) Remuneration of Directors	49 (IVE)	Yes	Except M.D., Mr. Shivkumar Chauhan, no remuneration paid to any other directors
	(F) Management	49 (IVF)	Yes	Will be submitted in the Annual Report
	(G) Shareholders	49 (IVG)	Yes	
V.	CEO/ CFO Certification	49 (V)	Yes	Will be Submitted in the Annual Report
VI.	Report on Corporate Governance	49 (VI)	Yes	Will be Submitted in the Annual Report
VII.	Compliance	49 (VII)	Yes	Will be Submitted in the Annual Report

Place: Ahmedabad
Date: 08/04/2014

For, Charms Industries Limited

Shivkumar R. Chauhan
Managing Director & Compliance Officer