



COMPLIANCE REPORT ON CORPORATE GOVERNANCE CODE UNDER REVISED CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company: **HATSUN AGRO PRODUCT LIMITED**

Scrip code: **531531; HATSUN**

Quarter ended: **30th September, 2014**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
1	2	3	4
II. Board of Directors	49 (II)		
(A) Composition of Board	49(II A)	Yes	
(B) Independent Directors	49(II B)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(II C)	Yes	Disclosure is being made in every Annual Report.
(D) Other provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49(II E)	Yes	Affirmation of Compliance with the Code of Conduct and Declaration by CEO is being made in every Annual Report.
(F) Whistle Blower Policy	49(II F)	Yes	The Company has adopted Whistle Blower Policy.
III. Audit Committee	49(III)		
(A) Qualified & Independent Audit Committee	49(III A)	Yes	
(B) Meeting of Audit Committee	49(III B)	Yes	
(C) Powers of Audit Committee	49(III C)	Yes	
(D) Role of Audit Committee	49(III D)	Yes	
(E) Review of Information by Audit Committee	49(III E)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	N.A.	The Company has no Subsidiary Company.
VI. Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	Disclosed in the Annual Report every year.
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIII A)	Yes	Disclosed in the Annual Report every year.
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	Changes are being disclosed as and when there is any change in Accounting Treatment.

For **HATSUN AGRO PRODUCT LTD.**

Executive Director

CIN: L15499TN1986PLC012747

(C)Remuneration of Directors	49(VIII C)	Yes	Disclosed in the Annual Report every year.
(D)Management	49(VIII D)	Yes	Management Discussion and Analysis Report forms part of every Annual Report.
(E)Shareholders	49(VIII E)	Yes	Disclosed in the Annual Report every year.
(F)Disclosure of resignation of directors	49(VIII F)	Yes	Disclosures are made as and when the resignation takes place.
(G)Disclosure of formal letter of appointment	49(VIII G)	Yes	Disclosures will be made as and when the appointment takes place.
(H)Disclosures in the Annual Report	49(VIII H)	Yes	
(I)Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49(VIII I)	N.A.	Disclosures will be made as and when issue of equity shares takes place.
IX.CEO/CFO Certification	49(IX)	Yes	Disclosed in the Annual Report every year.
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	Yes	Disclosure is being made in Annual Report every year.

For HATSUN AGRO PRODUCT LIMITED


C.SATHYAN
EXECUTIVE DIRECTOR