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Quarterly Compliance Report on Corporate Governance

Name of the Company

EIH Limited 30th June, 2012

Quarter ending on

Clause of Compliance Remarks **Particulars** Listing Status Agreement Yes/No 491 I. Board of Directors (A) Composition of Board 49(IA) Yes (B) Non-executive Directors' 49(IB) Yes compensation & disclosures 49(IC) (C) Other provisions as to Board and Yes Committees (D) Code of Conduct 49(ID) Yes 49 (II) II. Audit Committee 49(IIA) (A) Qualified & Independent Audit Yes Committee (B) Meeting of the Audit Committee Yes (C) Powers of Audit Committee 49 (IIC) 49 (IIB) Yes 49 (IID) (D) Role of Audit Committee Yes (E) Review of Information by Audit 49 (IIE) Yes Committee Not applicable 49 (III) No III. Subsidiary Companies 49 (IV) IV. Disclosures 49 (IV A) (A) Basis of related party transactions Yes (B) Board Disclosures 49 (IV B) Yes 49 (IV C) (C) Proceeds from public issues, 49 (IV D) Yes rights issues, preferential issues etc. Related disclosures have been made in (D) Remuneration of Directors 49 (IV E) Yes 31.03.2012 Annual Report Related disclosures have been made in the (E) Management 49 (IVF) Yes 31.03.2012 Annual Report 49 (IV G) Yes (F) Shareholders V. CEO/CFO Certification 49 (V) Yes Have been incorporated as a part of the VI. Report on Corporate Governance 49 (VI) Yes 31.03.2012 Annual Report 49 (VII) Yes The Certificate from the Auditors has been VII. Compliance obtained and disclosed in the Annual Report for 2011-12.

EIH Limited