

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

**Name of the Company: RUIA AQUACULTURE FARMS LIMITED**

**Quarter ending on : 31<sup>st</sup> March 2015**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	No	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	No	
(C) Other Provisions as to Board and Committees	49 (IC)	No	
D) Code of Conduct	(49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	No	
(B) Meeting of Audit Committee	49 (IIB)	No	
(C) Powers of Audit Committee	49 (IIC)	No	
(D) Role of Audit Committee	49 II(D)	No	
(E) Review of Information by Audit Committee	49 (IIE)	No	
<b>III. Subsidiary Companies</b>	49 (III)		
<b>IV. Disclosures</b>	49 (IV)		
(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)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	Information has been sent/furnished to the shareholders from time to time
<b>V.CEO/CFO Certification</b>	49 (V)	Yes	Complied in the Annual report of the last year and will be complied again in the next year.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Complied in the Annual report of the last year and will be complied again in the next year
<b>VII. Compliance</b>	49 (VII)	Yes	Complied in the Annual report of the last year and will be complied again in the next year

For RUIA ACQUACULTURE LIMITED

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Sharad Ruia  
Chairman & Compliance Officer  
Place: Mumbai  
Date: 14<sup>th</sup> April 2015