

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Swasti Vinayaka And Heritage Corporation Ltd.

Quarter ending on: December 31, 2010

| <i>Particulars</i> | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|------------------------------------|---------------------------------|--|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | Yes | |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB) | N.A | Non-executive Directors are not drawing any remuneration from the Company. |
| (C) Other Provisions as to Board and Committees | 49 (IC) | Yes | |
| D) Code of Conduct | (49 (ID) | Yes | |
| II. Audit Committee | 49 (II) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | |
| (B) Meeting of Audit Committee | | Yes | |
| (C) Powers of Audit Committee 49 (IIC) | 49 (IIB) | Yes | |
| (D) Role of Audit Committee | 49 II(D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | |
| III. Subsidiary Companies | 49 (III) | N.A | |
| IV. Disclosures | 49 (IV) | Yes | |
| (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 (IV E) | N.A | |
| (F) Management | 49 (IV F) | No | To be Complied At next Annual General Meeting |
| (G) Shareholders | 49 (IV G) | No | To be Complied At next Annual General Meeting |
| V. CEO/CFO Certification | 49 (V) | No | To be Complied At next Annual General Meeting |
| VI. Report on Corporate Governance | 49 (VI) | No | To be Complied At next Annual General Meeting |
| VII. Compliance | 49 (VII) | No | To be Complied At next Annual General Meeting |

For Swasti Vinayaka Art And Heritage Corporation Ltd.

Date : 06.01.2011

Place : Mumbai


Nagabhushan T Hegde
Compliance Officer