

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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

**Quarter ending on: SEPTEMBER 30, 2011**

<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)	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	
<b>II. Audit Committee</b>	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	
<b>III. Subsidiary Companies</b>	49 (III)	N.A	N.A
<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)	N.A	N.A
(E) Remuneration of Directors	49 (IV E)	N.A	
(F) Management	49 (IV F)	Yes	Complied At Annual General Meeting
(G) Shareholders	49 (IV G)	Yes	Complied At Annual General Meeting
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Complied At Annual General Meeting
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Complied At Annual General Meeting
<b>VII. Compliance</b>	49 (VII)	Yes	Complied At Annual General Meeting

**For Swasti Vinayaka Art And Heritage Corporation Ltd.**

Date : 05.10.2011

Place : Mumbai

  
**Nagabhushan T Hegde**  
**Compliance Officer**