

**Quarterly Compliance Report on Corporate Governance**  
(in terms of the revise clause 49 of the listing agreement)

Name : SHARP INVESTMENTS LTD.

Quarter ended on : 30<sup>th</sup> September, 2013

Sl. No.	Particulars	Clause of The Listing Agreement	Compliance Status (Yes/No)	Remarks
I	Board of Directors- (A) Composition of Board	49.1 49(1A)	Yes	As of this quarter, no fee (Sitting fee is outside the preview under SEBI circular SEBI/CFD/DIL/CG/1/2006/13/1 Dated 13.01.2006
	(B) Non-executive Directors compensation & disclosure	49(B)	Not Applicable	
	(C) Other provisions as to Board and Committees	49(IC)	Yes	
	(D) Code of Conduct	49(ID)	Yes	
II.	Audit Committed- (F) Qualified & Independent Audit Committee.	49(IIA)	Yes	
	(G) Meeting of Audit Committee	49(IIB)	Yes	
	(H) Powers of Audit Committee	49(IIC)	Yes	
	(I) Role of the Audit Committee	49(IID)	Yes	
	(J) Review of Information by Audit committee	49(IIE)	Yes	
III.	Subsidiary Companies	49(III)	Not Applicable	The Company does not have any material non-listed Indian subsidiary

IV.	Disclosures-			
	(H) Basis of related party transaction	49(IV A)	Partly Complied	Such disclosure will be made to the Audit Committed at the time of consideration of the annual accounts for the financial year ended on 31 <sup>st</sup> March 2013
	(I) Disclosure of Accounting Treatment	49(IV B)	Not Applicable	
	(J) Board of Disclosures	49(IV C)	Not Applicable	The company though being a non-banking finance company, registered with RBI.
	(K) Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	Not Applicable	No monies were raised through any public rights or preferential issues.
	(L) Remuneration of Directors	49(IV E)	Not Applicable	The company pays no such remuneration
	(M) Management	49(IV F)	Not applicable	The company is not engaged in any other business activity except NBFC activity, and accordingly the matters to be covered under Management Discussion on Analysis Report' are not applicable.
(N) Shareholders	49(IV G)	Partly Complied	Shareholders are informed about the decision by notice.	

For Sharp Investments Ltd.

  
(Authorised Signatory)

Date : 07/10/2013