

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Issuer: BCB FINANCE LIMITED

Quarter ending on: 31st March, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
I. Board of Directors	52 1	YES	---
(A) Compliance of Board	52 (IA)	YES	---
(B) Non-Executive Directors' compensation & Disclosures	52 (IB)	YES	---
(C) Other Provisions as to Board & Committees	52 (IC)	YES	---
(D) Code of Conduct	52 (ID)	YES	Declaration will be done in the next Annual Report.
II. Audit Committee	52 (II)	YES	---
(A) Qualified & Independent Audit Committee	52 (IIA)	YES	---
(B) Meeting of Audit Committee	52 (IIB)	YES	---
(C) Powers of Audit Committee	52 (IIC)	YES	---
(D) Role of Audit Committee	52 (IID)	YES	---
(E) Review of Information by Audit Committee	52 (IIE)	YES	---
III. Subsidiary Companies	52 (III)	N.A	---
IV. Disclosures	52 (IV)		
(A) Basis of related Party Transactions	52 (IV A)	YES	Will be Complied in next Annual Report.
(B) Disclosure of Accounting Treatment	52 (IV B)	YES	Will be Complied in next Annual Report.
(C) Board Disclosures	52 (IV C)	YES	Will be Complied in next Annual Report.
(D) Proceeds from public issues, rights issues, preferential issues	52 (IV D)	N.A	Will be Complied in next Annual Report.
(E) Remuneration of Directors	52 (IV E)	YES	Will be Complied in next Annual Report.
(F) Management	52 (IV F)	YES	Will be Complied in next Annual Report.
(G) Shareholders	49 (IV G)	YES	Will be Complied in next Annual Report.
V. CEO/CFO Certifications	52 (V)	N.A.	Will be Complied in next Annual Report.
VI. Report on Corporate Governance	52 (VI)	YES	Will be Complied in next Annual Report.
VII. Compliance	52 (VII)	YES	Will be Complied in next Annual Report.

For BCB Finance Limited

Sd/-

Manish Mourya

Company Secretary & Compliance Officer

Place: Mumbai

Date: 9th April, 2014