

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of the Issuer: BCB FINANCE LIMITED**

**Quarter ending on: 31<sup>st</sup> March, 2013**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes / No</b>	<b>Remarks</b>
<b>I. Board of Directors</b>	<b>52 1</b>	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.
<b>II. Audit Committee</b>	<b>52 (II)</b>	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	---
<b>III. Subsidiary Companies</b>	<b>52 (III)</b>	<b>N.A</b>	---
<b>IV. Disclosures</b>	<b>52 (IV)</b>		
(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.
<b>V. CEO/CFO Certifications</b>	<b>52 (V)</b>	N.A.	Will be Complied in next Annual Report.
<b>VI. Report on Corporate Governance</b>	<b>52 (VI)</b>	YES	Will be Complied in next Annual Report.
<b>VII. Compliance</b>	<b>52 (VII)</b>	YES	Will be Complied in next Annual Report.