



**SAI BABA INVESTMENT & COMMERCIAL  
ENTERPRISES LIMITED**

CIN : L74999DL1981PLC012736

Date: 15/07/2015

To,  
Corporate Relationship Department  
The Bombay Stock Exchange Limited  
Dalal Street,  
Mumbai - 400 001



Dear Sirs,

**Sub.: Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> June, 2015**

With reference to the above, please find enclosed herewith the Corporate Governance Report of the Company for the quarter ended 30<sup>th</sup> June, 2015 under Clause - 49 of the Listing Agreement.

Kindly take the Corporate Governance Report on Record.

Thanking You,

Yours faithfully,

For Sai Baba Investment and Commercial Enterprise Limited

SAIBABA INVESTMENT AND COMMERCIAL ENT LTD

*Dilip P. Shah*

Authorised Signatory/ Director

Dilip Shah  
Director  
DIN- 03077992



# SAI BABA INVESTMENT & COMMERCIAL ENTERPRISES LIMITED

CIN : L74999DL1981PLC012736

## Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: SAI BABA INVESTMENTS AND COMMERCIAL ENTERPRISES LIMITED

Quarter ending on: 30<sup>th</sup> June, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)	YES	
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	Will be complied in the Annual Report of 2014-15.
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	The Code of Conduct duly approved by the Board, has been made applicable to the Board of Directors and the Senior Management. The Code of Conduct has been posted on the Website of the Company also. A declaration signed by the CMD to the effect that all Board Members and Senior Management personnel have affirmed compliance with the Code has been published in the Annual Report 2013-14
(F) Whistle Blower Policy	49 (IIF)	YES	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	Chairman of the Audit Committee is an Independent Director.
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	YES	

SAIBABA INVESTMENT AND COMMERCIAL ENT. LTD

*Dilip P. Saha*  
Authorised Signatory Director





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V. Subsidiary Companies	49 (V)	NA	
VI. Risk Management	49 (VI)	YES	
VII. Related Party	49 (VII)	YES	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	YES	Management Discussions & Analysis Report is provided in Annual Report for 2013-14 and also will be complied in Annual Report 2014-2015.
(E) Shareholders	49 (VIII E)	YES	Complied in the Annual Report for FY 2013-14 and also will be complied in Annual Report 2014-2015.
(F) Proceeds from public issues, rights issue, preferential issues, etc	(VIII F)	NA	During this Quarter there is no Proceeds from Public Issues , Rights Issues , Preferential Issues, etc.
IX. CEO/CFO Certification	49 (IX)	YES	Complied in Annual Report for FY 2013-14 and also will be complied in Annual Report 2014-2015.
X. Report on Corporate Governance	49 (X)	YES	Detailed Corporate Governance Report provided in Annual Report for FY 2013-14 and also will be complied in Annual Report 2014-2015.
XI. Compliance	49 (XI)	YES	Complied in the Annual Report for FY 2013-14 and also will be complied in Annual Report 2014-2015.

For SAI BABA INVESTMENT & COMMERCIAL ENTERPRISES LIMITED  
SAIBABA INVESTMENT AND COMMERCIAL ENT. LTD

*Dilip . S. Shah*

**DILIP SHAH**

Authorised Signatory/ Director

Director

DIN- 03077992

Date: 15/07/2015

Place: THANE