



BEYOND EXCELLENCE

MANUFACTURING JEWELLERS
& EXPORTERS

SHANTIVIJAY JEWELS LTD.

Regd. Office / Factory : G-37, Gems & Jewellery Complex III,
SEEPZ, Andheri(E) Mumbai – 400 096. INDIA
Tel : +91 – 22 – 42182244 Fax: +91-22-28291360 / 42182211
Email : shantivijay@shantivijay.com www.shantivijay.com
CIN: L36910MH1980PLC023289

July 8, 2014

To,
BSE Ltd.
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 023.

Dear Sir/Madam,

Ref: Code 530989

Sub: Compliance of **Clause 49** of the Listing Agreement - **Quarter ended 30.06.2014**

With reference to the above, we are enclosing herewith Quarterly Compliance Report on Corporate Governance in the prescribed format under the Listing Agreement for the quarter ended 30.06.2014.

Please take the same on your record.

Thanking you,

Yours faithfully,
For SHANTIVIJAY JEWELS LIMITED

Sd/-
PRADEEP KUMAR GODHA
CMD/COMPLIANCE OFFICER
(DIN: 00008194)

Encl: As above



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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
NAME OF THE COMPANY: SHANTIVIJAY JEWELS LIMITED
QUARTER ENDING ON: 30TH JUNE, 2014

| Particulars | Clause of Listing Agreement | Compliance Status Yes/ No | Remarks |
|--|-----------------------------|---------------------------|---------------------------------|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49 (IA) | Yes | |
| (B) Non-executive Directors' compensation & disclosures | 49 (IB) | Yes | |
| (C) Other provisions as to Board and Committees | 49 (IC) | Yes | |
| D) Code of Conduct | 49 (ID) | Yes | |
| II. Audit Committee | 49 (II) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | |
| (B) Meeting of Audit Committee | 49 (IIB) | Yes | |
| (C) Powers of Audit Committee | 49 (IIC) | Yes | |
| (D) Role of Audit Committee | 49 II(D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | |
| III. Subsidiary Companies | 49 (III) | Yes | |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of related party transactions | 49 (IV A) | Yes | |
| (B) Disclosure of Accounting Treatment | 49(IVB) | Yes | Done in financial statements. |
| (C) Board Disclosures | 49 (IV C) | Yes | |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D) | N.A. | No such issue made/funds raised |
| (E) Remuneration of Directors | 49 (IV E) | Yes | Done in the Annual Report |
| (F) Management | 49 (IV F) | Yes | Done in the Annual Report |
| (G) Shareholders | 49 (IV G) | Yes | Done in the Annual Report |
| V. CEO/CFO Certification | 49 (V) | Yes | |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Done in the Annual Report |
| VII. Compliance | 49 (VII) | Yes | Done in the Annual Report |

For SHANTIVIJAY JEWELS LIMITED

Sd/-
PRADEEP KUMAR GODHA
CMD/COMPLIANCE OFFICER
(DIN: 00008194)