



**WEIZMANN
LIMITED**

CIN:L65990MH1985PLC038164

Regd. Off: Empire House, 214, Dr. D. N. Road, Ent. A.K. Nayak Marg, Fort, Mumbai - 400 001.
Tel : 2207 1501 (6 Lines) · Fax : (022) 2207 1514 · E-mail : weizmann@bom3.vsnl.net.in

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **WEIZMANN LIMITED**
Company Code : 34511 Script Code : 523011
Quarter ending on : 30TH, SEPTEMBER, 2014

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|------------------------------|-----------------------------|-------------------------------|--|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 I | Yes | - |
| (A) Composition of Board | 49(IA) | No Please refer to remarks | The company post demise of non executive Chairman has not appointed a new Chairman. Presently the Board is constituted by four non independent Directors of which one is the Vice Chairman and two independent Directors. Hence the company is required to appoint 2 more independent Directors so that the Vice Chairman may take over the post of Chairman. Post enactment of Companies Act 2013 which has restricted the number of directorship a person can hold on account of inclusion of private limited companies too in the maximum number of companies, availability of independent director matching the size and nature of the organization has minimized. The company has spoken to couple of personnel including a potential woman director and efforts are to finalise and appoint these personnel at the ensuing Board Meeting in mid November 2014 and this could ensure compliance of constitution of the Board including the need to have a woman director. |



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| | | | |
|---|-----------|-----|--------------------|
| (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) | Yes | - |
| (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 | Continuous Process |
| III. Subsidiary Companies | 49 (III) | Yes | - |
| IV. Disclosures | 49 (IV) | Yes | - |
| (A) Basis of Related Party Transactions | 49 (IV A) | Yes | Continuous Process |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | Yes | Continuous Process |
| (C) Board Disclosures | 49 (IV C) | Yes | Continuous Process |
| (D)Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | Yes | - |
| (E)Remuneration of Directors | 49 (IV E) | Yes | - |
| (F)Management | 49 (IV F) | Yes | - |
| (G)Shareholders | 49 (IV G) | Yes | - |
| V.CEO/CFO Certification | 49 (V) | Yes | - |
| VI. Report on Corporate Governance | 49 (VI) | Yes | - |
| VII. Compliance | 49 (VII) | Yes | - |

For WEIZMANN LIMITED

S. Swaminathan
COMPANY SECRETARY