

9th April, 2012

The General Manager
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The Assistant Vice-President
The National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex
Bandra (East), Mumbai – 400 051

Dear Sir,

**Sub: Compliance Report under Clause 49 of the Listing Agreement for the
Quarter Ended 31st March, 2012**

Please find enclosed a Quarterly Compliance Report on Corporate Governance in terms of Clause 49 of the Listing Agreement for the Quarter ended 31st March, 2012 for your records.

Yours faithfully,
For Sanghi Industries Ltd


Sessa Sayee
Company Secretary

Encl : as above

Quarterly Compliance Report on Corporate Governance

Name of the Company : SANGHI INDUSTRIES LTD
 Quarter ended : 31st March, 2012

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)	Not Applicable	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Not Applicable	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V.CEO/CFO Certification		Yes	
VI. Report on Corporate Governance	49 (V)	Yes	
VII. Compliance	49 (VII)	Yes	


SANGHI INDUSTRIES LIMITED