

Ref: GBL: SEC: 2014: CL-49: / 1249
Date: 10th January, 2014

To

Deputy Manager,
Department of Corporate Affairs,
BSE Limited,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
MUMBAI -400 001.

Dear Sir,

Sub: Corporate Governance Report
Ref: Clause 49 of the Listing Agreement


With reference to the above mentioned subject, please find enclosed Corporate Governance Report for the quarter ended 31st December, 2013 as per Clause 49 of the Listing Agreement.

This is for your information and records.

Thanking you,

Yours faithfully,

For GAYATRI BIOORGANICS LIMITED


S. Narasappa
Company Secretary

Encl: As above

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE
QUARTER ENDED ON 31ST DECEMBER, 2013**

Name of the Company : GAYATRI BIOORGANICS LIMITED

Quarter Ended on : 31ST DECEMBER, 2013

<i>Particulars</i>	<i>Clause of Listing Agreement</i>	<i>Compliance Status (Yes/No)</i>	<i>Remarks</i>
I. Board of Directors	49 (I)		Refer Notes No.1
(A) Composition of Board	49 (I A)	Yes	---
(B) Non-executive Directors' compensation & disclosures	49 (I B)	Yes	---
(C) Other provisions as to Board and Committees	49 (I C)	Yes	---
(D) Code of Conduct	49 (I D)	Yes	---
II. Audit Committee			Refer Notes No. 2
(A) Qualified & Independent Audit Committee	49 (II A)	Yes	---
(B) Meeting of Audit Committee	49 (II B)	Yes	---
(C) Powers of Audit Committee	49 (II C)	Yes	---
(D) Role of Audit Committee	49 (II D)	Yes	---
(E) Review of Information by Audit Committee	49 (II E)	Yes	---
III. Subsidiary Companies	49 (III)	N A	Company does not have any Indian Subsidiary Company.



<i>Particulars</i>	<i>Clause of Listing Agreement</i>	<i>Compliance Status (Yes/No)</i>	<i>Remarks</i>
IV. Disclosures			
(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)	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 (VIII)	Yes	---

NOTES
Note 1: Composition of Board Meeting

Sri T Sandeep Kumar Reddy	: Chairman**
Sri P Maruthi Babu	: Director*
Sri T G Pandya	: Director*
Sri. J.N. Karamchetti	: Director*
Smt. T. Sarita Reddy	: Director**
Sri. T.R. Raja Gopalan	: Director*
Sri. C.V. Rayudu	: Whole Time Director

*Independent Non-Executive Director

**Promoter Director

Note 2: Audit Committee

The following directors constitute the Audit Committee

Sri P Maruthi Babu	: Chairman
Sri T G Pandya	: Member
Sri. T.R. Raja Gopalan	: Member
Smt. T. Sarita Reddy	: Member

An Audit Committee Meeting was held on 13th November, 2013 to consider the Un Audited Financial Results for the Second Quarter and Half Year ended on 30.09.2013. All the members of the Committee were present at the meeting.

Yours truly,

For Gayatri Bioorganics Limited



S. Narasappa
Company Secretary