

Quarterly Compliance Report on Corporate Governance

Name of the Company: **D. S. Kulkarni Developers Limited**

Quarter ending on: 31st March, 2012

Particulars	Clause of Listing Agreement	Compliance status (Yes/No)	Remarks
1	2	3	4
I. Board of Directors	49 I		
(A) Composition of Board	49 I(A)	Yes	The total no. of Directors is 6 out of which Four Directors are Non-executive Directors. During the quarter due to sad demise of Mrs. J. D. Kulkarni, she ceased to be a Director of the Company. Now the number of Directors stands reduced from 7 to 6. The Chairman is an Executive Director and the total No. of Independent Directors is Four i.e.66.66%.
(B) Non – executive Directors’ compensation & disclosures	49 I(B)	Yes	For the financial year 2011-12, details will be given in the Annual Report for the year ending 31 st March, 2012.
(C) Other provision as to Board and Committees	49 I(C)	Yes	The Board has met six times since 1 st April, 2011 and the condition as to convening of minimum 4 Board Meetings in a year have already been complied with & a maximum gap between two Board Meetings is less than 4 months.
(D) Code of Conduct	49 I(D)	Yes	Already uploaded on the Website of the Company.

II. Audit Committee	49 II		
(A) Qualified & Independent Audit Committee	49 II(A)	Yes	The Audit Committee is having 3 members and all of them are Independent Directors. All members of the Audit Committee have accounting and financial management expertise. The head of the Finance function, Auditors were present at the meetings of the committee. The Company Secretary of the Company is the Secretary to the Committee.
(B) Meeting of Audit Committee	49 II(B)	Yes	Since 1 st April 2011 the Audit Committee has met six times and the minimum requirement of convening 4 meetings in a year has already been complied with and the gap between these meetings is less than 4 months.
(C) Powers of Audit Committee 49 (IIC)	49 II(C)	Yes	The Committee has the requisite powers as per Clause 49 of the Listing Agreement.
(D) Role of Audit Committee	49 II(D)	Yes	Complied with
(E) Review of Information by Audit Committee	49 II(E)	Yes	Complied with
III. Subsidiary Companies	49 III	Yes	The Company has six subsidiaries viz. DSK SEZ Projects (Pune) Pvt. Ltd., DSK Southern Projects Pvt. Ltd., DSK Global Education & Research Pvt. Ltd. and a step down subsidiary - DSK Global Education & Research (Singapore) Pte. Ltd., DSK Developers Corporation and a step down subsidiary – DSK Woods, LLC. The details of the same for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.
V. Disclosures	49 IV		
(A) Basis of related party transactions.	49 IV(A)	Yes	The Company periodically places the statement in summary form of transactions with related parties in the ordinary course of business along with related party transactions not in ordinary course of business or not at arm's length basis, if any , before the Audit Committee.
(B) Disclosure of Accounting Treatment	49 IV(B)	Yes	Appropriate disclosures of Accounting Treatment for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.

(C) Board Disclosures	49 IV(C)	Yes	The Company has procedures to inform Board members about the risk assessment and minimization procedures and these procedures are periodically reviewed by the Audit Committee to ensure that executive management, controls risk through means of a properly defined framework, if found necessary.
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues, etc.	49 IV(D)	Yes	Complied with.
(E) Remuneration of Directors	49 IV(E)	Yes	Details for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.
(F) Management	49 IV(F)	Yes	Details for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.
(G) Shareholders	49 IV(G)	Yes	Details for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.
V. CEO/ CFO Certification	49 V	Yes	It will be taken for the year ending 31 st March 2012.
VI. Report on Corporate Governance	49 VI	Yes	Details for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.
VII. Compliance	49 VII	Yes	Details for the Financial Year 2011-12, will be given in the Annual Report for the year ending 31 st March 2012.

For D. S. Kulkarni Developers Limited,

**Amol Purandare
Company Secretary**