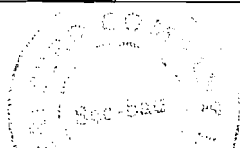


QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
UNDER CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company: M/s. KAVERI SEED COMPANY LIMITED

Quarter ending on: 31st December 2011

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49I	Yes	
(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)	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	
III. Subsidiary Companies	49 (III)	-NA-	Initially incorporated Indian Subsidiary Private Company in this quarter.
IV. Disclosures	49 (IV)	Yes	
(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	Will be complied in the Annual Report
(F) Management	49 (IV F)	Yes	-do-
(G) Shareholders	49 (IV G)	Yes	Will be complied at the AGM
V. CEO/CFO Certification	49 (V)	Yes	Will be complied in the Annual Report
VI. Report on Corporate Governance	49 (VI)	Yes	Will be complied in the Annual Report
VII. Compliance	49 (VII)	Yes	Will be complied at the AGM.



For Kaveri Seed Company Limited

[Handwritten Signature]