



SHARP INVESTMENTS LTD.

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CIN : L65993WB1977PLC031241

Phone : (033) 4066 9225

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Date 14.10.2015

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| To, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001 email ID: corp.relations@bseindia.com | To, The Company Secretary & Listing Department, The Calcutta Stock Exchange Association Limited, 7, Lyons Range, Kolkata - 7000001 |
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Sub: Quarterly Compliance Report on Corporate Governance for Quarter Ending 30.09.2015

Dear Sir,

We enclose herewith the compliance status report for the quarter ended 30th September, 2015 in the format prescribed, for your information and record.

Kindly acknowledge the receipt.

Thanking You,

Yours Truly,

For Sharp Investments Limited



Sujit Kumar Panda
(Director)

DIN: 06873319

Quarterly Compliance Report on Corporate Governance

Name of the Company: Sharp Investments Limited

As on : 30th September, 2015

| Particulars | Clause of Listing | Compliance Status | Remarks |
|---|-------------------|-------------------|--|
| II. Board of Directors | 49 (II) | - | - |
| (A) Composition of Board | 49 (IIA) | Yes | Total Strength of the Board is - 5 No. of Independent Director - 3 No. of Non -Independent Director-2 Note: Mrs. Anushri Pal has been appointed as Woman Director w.e.f 21 st July, 2015 |
| (B) Independent Directors | 49 (IIB) | Yes | - |
| (C) Non-executive Directors' compensation & disclosures | 49 (IIC) | Yes | As of this quarter, no fee (Sitting fee is outside the preview under SEBI circular SEBI/CFD/ DIL/ CG/1/2006/13/1 Dated 13.01.2006/ compensation was paid to the independent directors. |
| (D) Other provisions as to Board and | 49 (IID) | Yes | - |
| (E) Code of Conduct | 49 (IIE) | Yes | - |
| (F) Whistle Blower Policy | 49 (IIF) | Yes | - |
| III. Audit Committee | 49 (III) | - | - |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | Yes | - |
| (B) Meeting of Audit Committee | 49 (IIIB) | Yes | - |
| (C) Powers of Audit Committee | 49 (IIIC) | Yes | - |
| (D) Role of Audit Committee | 49 (IIID) | Yes | - |
| (E) Review of Information by Audit Committee | 49 (IIIE) | Yes | - |
| IV. Nomination and Remuneration | 49 (IV) | Yes | - |
| V. Subsidiary Companies | 49 (V) | N.A | The Company does not have any material no-listed Indian subsidiary |
| VI. Risk Management | 49 (VI) | Yes | - |
| VII. Related Party Transactions | 49 (VII) | Yes | - |
| VIII. Disclosures | 49 (VIII) | - | - |



| | | | |
|---|-------------|-----|---|
| (A) Related party transactions | 49 (VIII A) | Yes | - |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | Applicable accounting standards are being complied with on a continuous basis and due disclosure is made in Annual Report |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | - |
| (D) Management | 49 (VIII D) | Yes | - |
| (E) Shareholders | 49 (VIII E) | Yes | - |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIII F) | N.A | No monies were raised through any public rights or preferential issues |
| IX. CEO/CFO Certification | 49 (IX) | Yes | Report on CEO/CFO Certification for the year ended 31 st March, 2015 was annexed to the Annual Report of the Company for the year ended 31 st March, 2015 and for the year ended 31 st March, 2016 will be annexed to the Annual report of the Company for the year ended 31 st March, 2016 (to be published) |
| X. Report on Corporate Governance | 49 (X) | Yes | Report on Corporate Governance for the year ended 31 st March, 2015 was annexed to the Annual Report of the Company for the year ended 31 st March, 2015 and for the year ended 31 st March, 2016 will be annexed to the Annual report of the Company for the year ended 31 st March, 2016 (to be published) |
| XI. Compliance | 49 (XI) | Yes | Report on Compliance for the year ended 31 st March, 2015 was annexed to the Annual Report of the Company for the year ended 31 st March, 2015 and for the year ended 31 st March, 2016 will be annexed to the Annual report of the Company for the year ended 31 st March, 2016 (to be published) |

Place: Kolkata
Date: 14.10.2015

For Sharp Investments Limited



Sujit Kumar Panda
(Director)
DIN: 06873319