

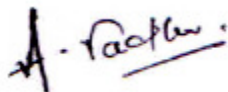
**Quarterly Compliance Report on Corporate Governance**

Name of the Company : **VOLTAIRE LEASING & FINANCE LIMITED**

Quarter Ending on : **30<sup>th</sup> September 2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	Yes	N. A.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Complied in Annual Report
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Complied in Annual Report
(D) Code of Conduct	(49 (ID)	Yes	Complied in Annual Report
<b>II. Audit Committee</b>			
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	N. A.
(B) Meeting of Audit Committee	49 (IIB)	Yes	N. A.
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	Yes	Complied in Annual Report
(D) Role of Audit Committee	49 II(D)	Yes	Complied in Annual Report
(E) Review of Information by Audit Committee	49 (IIE)	Yes	N. A.
<b>III. Subsidiary Companies</b>	49 (III)	Yes	N. A.
<b>V. Disclosures</b>			
(A) Basis of Related Party Transactions	49 (IV A)	Yes	N. A.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Complied in Annual Report
(C) Board Disclosures	49 (IV C)	Yes	Complied in Annual Report
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	Yes	N. A.
(E) Remuneration of Directors	49 (IV E)	Yes	Complied in Annual Report
(F) Management	49 (IV F)	Yes	Complied in Annual Report
(G) Shareholders	49 (IV G)	Yes	To be Complied in Annual General Meeting
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Complied in Annual Report
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Complied in Annual Report
<b>VII. Compliance</b>	49 (VII)	Yes	Complied in Annual Report

For **VOLTAIRE LEASING & FINANCE LIMITED**



**AMLESH SADHU**  
**MANAGING DIRECTOR**

Place : Mumbai

Date : October 15, 2012