

**Format of Quarterly Compliance Report on Corporate Governance under
Clause 49 of the Listing Agreement**

Name of the Company: RESONANCE SPECIALTIES LIMITED

Quarter ending on: March 31, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I	NA	NA
(A) Composition of Board	49(IA)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(C) Other Provisions as to Board and Committees	49 (IC)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
D) Code of Conduct	49 (ID)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(B) Meeting of Audit Committee		YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(D) Role of Audit Committee	49 II(D)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(E) Review of Information by Audit Committee	49 (IIE)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
III. Subsidiary Companies	49 (III)	NA	NA
IV. Disclosures	49 (IV)		
(A) Basis of Related Party	49 (IV A)	YES	Disclosures will be

Transactions			made in the Annual Report for the Financial Year 2013 - 2014.
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(C) Board Disclosures	49 (IV C)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	NA	NA
(E) Remuneration of Directors	49 (IV E)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(F) Management	49 (IV F)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
(G) Shareholders	49 (IV G)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
V.CEO/CFO Certification	49 (V)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
VI. Report on Corporate Governance	49 (VI)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.
VII. Compliance	49 (VII)	YES	Disclosures will be made in the Annual Report for the Financial Year 2013 - 2014.

For Resonance Specialties Limited



Compliance Officer

Date: April 11, 2014

Place: Mumbai