

Date: 14th January, 2015

To,
Department of Corporate Service,
BSE LIMITED
P J Tower, Dalal Street,
Mumbai-400001

Subject: Clause 49 of the Listing Agreement.

Scrip Code: 531112.

Dear Sir,

Please find enclosed herewith the Corporate Governance Report pursuant to Clause 49 of Listing Agreement for the quarter ended 31st December, 2014.

Kindly acknowledge receipt of the same.

Thanking You,
Yours truly,

For BELL AGROMACHINA LIMITED


DIRECTOR

Encl.: As above



Quarterly Compliance Report on Corporate Governance

Name of the Company: **BELL AGRO MACHINA LIMITED**
Quarter Ending on: **31st December, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
I. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	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 Committee	49 (IV)	"N.A."	
V. Subsidiary Companies	49 (V)	"N.A."	
VI. Risk Management	49 (VI)	"N.A."*	
VII. Related Party Transactions	49 (VII)	"N.A."	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	"N.A."	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	"N.A."	
(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."	



IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied in AGM
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in AGM
XI. Compliance	49 (XI)	Yes	

For Bell Agromachina Limited

Date: 14th January, 2015
Place: Mumbai



[Handwritten Signature]
Director

Note:

Vide Circular No. CIR/CFD/ POLICY CELL/7/2014 Dated September 15, 2014 the amended provisions of Clause 49 of Listing Agreement are Not Mandatory in respect of the Listed companies having Paid-up equity share capital less than Rs.10 crores and Networth not exceeding Rs. 25 crores.