

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

Name of the Company: **BHANOT CONSTRUCTION AND HOUSING LIMITED**
Quarter ending on: **31st December, 2008**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(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)		-
(A) Qualified & Independent Audit Committee	49 (IIA)	NA	-
(B) Meeting of Audit Committee	49 (IIB)	NA	-
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	NA	-
(D) Role of Audit Committee	49 II(D)	NA	-
(E) Review of Information by Audit Committee	49 (IIE)	NA	-
III. Subsidiary Companies	49 (III)	N.A.	At present there is no Subsidiary Company
IV. Disclosures	49 (IV)		-
(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)	N.A.	No such issue has been made in this Quarter
(E) Remuneration of Directors	49 (IV E)	Yes	Non -Executive Directors do not receive any remuneration
(F) Management	49 (IV F)	Yes	-
(G) Shareholders	49 (IV G)	Yes	-
V. CEO/CFO Certification	49 (V)	Yes	It will be submitted along with the annual report
VI. Report on Corporate Governance	49 (VI)	Yes	It will be delivered along with the annual report
VII. Compliance	49 (VII)	Yes	Report on it will be sent along with the annual report

Date: 13th January, 2009
Place: New Delhi

For and on behalf of
BHANOT CONSTRUCTION & HOUSING LIMITED


R D Bhanot
(MANAGING DIRECTOR & COMPLIANCE OFFICER)