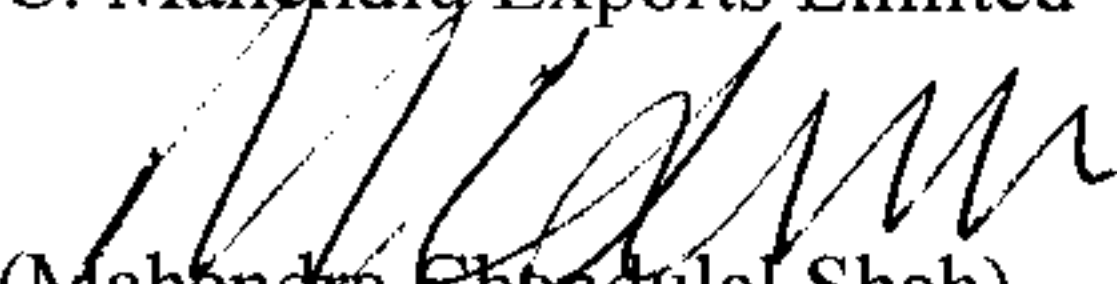


Quarterly Compliance Report on Corporate Governance
Name of the Company: C. Mahendra Exports Limited
Quarter ending on: 31st March, 2011

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)	Yes	
(B) Meeting of Audit Committee		Yes	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	Will be complied in Next Annual Report.
(F) Management	49 (IV F)	Yes	Will be complied in Next Annual Report.
(G) Shareholders	49 (IV G)	Yes	Will be complied in Next Annual Report.
V.CEO/CFO Certification		Yes	Will be complied in Next Annual Report.
VI. Report on Corporate Governance	49 (V)	Yes	Will be complied in Next Annual Report.
VII. Compliance	49 (VII)	Yes	Will be complied in Next Annual Report.

Date: 11.04.2011

For C. Mahendra Exports Limited


 (Mahendra Chandulal Shah)
 Executive Chairman