



Regd. Office :
 2/A, 2nd Floor, Citi Mall, New Link Road, Andheri (West), Mumbai -400053
 Tel : +91 - 22 - 61955200, Fax : +91 - 22 - 61955211
 E-mail : info@visioncorpltd.com, Web : www.visioncorpltd.com

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Company : Vision Corporation Ltd.

BSE Scrip Code : 531668

Quarter : June 30, 2012

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49 (I)		
(A) Composition of Board	49 (IA)	Yes	Disclosures will be made in the Annual Report for the Financial Year 2012 – 2013.
(B) Non-executive Directors' Compensation & disclosures	49 (IB)	Yes	No compensation is being paid to any Non – Executive Directors of the Company. Disclosures will be made in the Annual Report for the Financial Year 2012 – 2013.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Disclosures will be made in the Annual Report for the Financial Year 2012 – 2013.
(D) Code of Conduct	49 (ID)	No	Relevant disclosures will be made in the Annual Report for the Financial Year 2012 – 2013. The Code of Conduct has been laid down before the Board of Directors. and same is being posted on website of the Company.

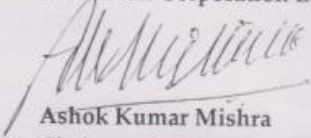
II. Audit Committee	49 (II)		
(A) Qualified and Independent Audit Committee	49 (IIA)	Yes	In absence of the Company Secretary, one of the committee member act as a Secretary to the Audit Committee. Disclosures will be made in the Annual Report for the Financial Year 2012 - 2013.
(B) Meeting of Audit Committee	49 (IIB)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(C) Power of Audit Committee	49 (IIC)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(D) Role of Audit Committee	49 (IID)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
III. Subsidiary Companies	49 (III)	N.A	----
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IVA)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(C) Board Disclosures	49 (IVC)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(D) Proceeds from public issue, right issue, preferential issue etc.	49 (IVD)	Yes	----



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(E) Remuneration of Directors	49 (IVE)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(F) Management	49 (IVF)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
(G) Shareholders	49 (IVG)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
V. <u>CEO/ CFO Certification</u>	49 (V)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
VI. <u>Report on Corporate Governance</u>	49 (VI)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.
VII. <u>Compliance</u>	49 (VII)	Yes	Relevant reporting will be made in the Annual Report for the Financial year 2012 - 2013.

For Vision Corporation Ltd.


Ashok Kumar Mishra
Chairman & Managing Director