

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

Name of the Company:
Quarter ending on:

Delta Leasing and Finance Limited
31st March 2009

	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 & disclosure	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	49(IIB)	Yes	-
(C)	Powers of Audit Committee	49(IIC)	Yes	-
(D)	Role of Audit Committee	49 (IID)	Yes	-
(E)	Review of information by Audit Committee	49 (IIE)	Yes	-
III	Subsidiary companies	49 III	N.A.	-
IV	Disclosures	49 IV		
(A)	Basis of Related Party transactions	49 (IVA)	Yes	-
(B)	Disclosure of Accounting treatment	49 (IVB)	Yes	-
(C)	Board Disclosures-Risk management	49 (IVC)	Yes	-
(D)	Proceeds from Public Issues, rights issues, preferential issues etc	49 (IVD)	No	-
(E)	Remuneration of Directors	49 (IVE)	Yes	No remuneration paid to directors
(F)	Management	49 (IVF)	Yes	-
(G)	Shareholders	49 (IVG)	Yes	-
V	CEO/CFO Certification	49 V	Yes	-
VI	Report on Corporate Governance	49 VI	Yes	Will be complied with the next Annual report
VII	Compliance	49 VII	Yes	-

For Delta Leasing and Finance Limited

**Sd/-
Subodh Kumar Khandelwal
Director**