

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30/06/2013

Monday, Jul 15 2013

	Particulars	Clause Of Listin Agreement	Compliance Status (Yes/No)	Remarks
I	Board Of Directors	49 (I)		
(A)	Composition Of Board	49 (I A)	Yes	
(B)	Non-executive Directors' compensation & Disclosures	49 (I B)	Yes	
(C)	Other provisions as to Board and Committees	49 (I C)	Yes	
(D)	Code Of Conduct			
	To lay down a code of conduct for all Board members and senior management	49 (I D)(i)	Yes	
	Board members and senior management to affirm compliance on an annual basis. Annual report to contain declaration to this effect signed by CEO.	49 (I D)(ii)	Yes	
II	Audit Committee	49 (II)		
(A)	Qualified & Independent Audit Committee	49 (II A)	Yes	
(B)	Meeting Of Audit Committee	49 (II B)	Yes	
(C)	Powers Of Audit Committee	49 (II C)	Yes	
(D)	Role Of Audit Committee	49 (II D)	Yes	
(E)	Review Of Information By Audit Committee	49 (II E)	Yes	
III	Subsidiary Companies			
	At least one independent director of holding company shall be on the board of material non-listed Indian subsidiary company.	49 (III)(i)	NA	Our company does not have material non-listed Indian subsidiary
	Audit Committee shall review financial statements, in particular investments made ny unlisted subsidiary company.	49 (III)(ii)	Yes	

	Minutes of Board meetings to be placed at the Board meeting of the holding company.	49 (III)(iii)	Yes	Our company does not have material non-listed Indian subsidiary
	All significant transactions and arrangements entered by material unlisted subsidiaries to be placed at the Board meeting of the holding company.		NA	
IV	Disclosures	49 (IV)		
(A)	Basis of related party transactions	49 (IV A)	Yes	
(B)	Disclosure in Financial statements / Annual Accounts and Corporate Governance Report, the Accounting Treatment different from Accounting Standards.	49 (IV B)	Yes	
(C)	Board of Disclosures	49 (IV C)	Yes	
(D)	Proceeds from public issues, rights issues, preferential issues, etc.	49 (IV D)	Yes	
(E)	Remuneration Of Directors			
	Disclosure of all pecuniary relationship or transactions of the non-executive directors in Annual Report.	49 (IV E)(i)	Yes	
	Disclosure of Remuneration of Directors in the Corporate Governance of the Annual Report.	49 (IV E)(ii)	Yes	
	Criteria of making payments to non-executive Directors in Annual Report.	49 (IV E)(iii)	Yes	
	Disclosure of number of shares and convertible instruments held by non-executive Directors, in the annual report / notice of general meeting.	49 (IV E)(iv & v)	Yes	
(F)	Management			
	Management Discussion and Analysis Report forms part of the Annual Report to the Shareholders.	49 (IV F)(i)	Yes	There have been no material, financial
	Disclosure to the Board of all	49 (IV F)(ii)	NA	

	material, financial and commercial transactions by Senior Management, where they have personal interest.			and commercial transactions entered into by Senior Management for the quarter ended 30th June 2013 where they have personal interest.
(G)	Shareholders	49 (IV G)	Yes	
V	CEO / CFO Certification	49 (V)	Yes	
VI	Report Corporate Governance	49 (VI)	Yes	
VII	Compliance - Certificate	49 (VII)(1)	Yes	
	Adoption / non-adoption of non-mandatory requirements in the Annual Report	49 (VII)(2)	Yes	