

**Compliance Report on Corporate Governance  
for the quarter ended 30<sup>th</sup> June 2015**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance status (Yes/No)</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	----
(B) Independent Directors	49 (IIB)	Yes <sup>1</sup>	----
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	----
(D) Other provisions as to Board and Committees	49 (IID)	Yes	----
(E) Code of Conduct	49 (IIE)	Yes	----
(F) Whistle Blower Policy	49 (IIF)	Yes <sup>1</sup>	----
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	----
(B) Meeting of Audit Committee	49 (IIIB)	Yes	----
(C) Powers of Audit Committee	49 (IIIC)	Yes	----
(D) Role of Audit Committee	49 (IIID)	Yes	----
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	----
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes <sup>1</sup>	----
<b>V. Subsidiary Companies</b>	49 (V)	Yes <sup>1</sup>	----
<b>VI. Risk Management</b>	49 (VI)	Yes	----

<b>VII. Related Party Transactions</b>	49 (VII)	Yes	----
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related party transactions	49 (VIII A)	Yes <sup>1</sup>	There were no material transactions with related parties
(B) Disclosure of Accounting Treatment	49 (VIII B)	NA	
(C) Remuneration of Directors	49 (VIII C)	Yes	Already complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2014 and will be complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2015
(D) Management	49 (VIII D)	Yes	Already complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2014 and will be complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2015
(E) Shareholders	49 (VIII E)	Yes	Already complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2014 and will be complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2015
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	----

<b>X. Report on Corporate Governance</b>	49 (X)	Yes <sup>1</sup>	Clause 49(X)(A) complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2014 and will be complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2015
<b>XI. Compliance</b>	49 (XI)	Yes	Already complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2014 and will be complied in the Annual Report for the financial year ended 31 <sup>st</sup> March 2015

## Note:

- <sup>1</sup> The Annual Report disclosure requirements applicable with effect from 1<sup>st</sup> October 2014 will be complied in the Annual Report for the financial year ended 31<sup>st</sup> March 2015