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Date:- 10/10/2014

INDRA INDUSTRIES LIMITED

Corporate governance report for the quarter ended 30th September, 2014

<u>Particulars</u>	Clause of Listing agreement	Complianc e Status Yes/No	Remarks
I Board of Directors	49 (1)		
(A) Composition of Board	49(IA)	YES	
(B)Non-executive Director compensation & disclosures	49 (IB)	YES	No sitting fee or remuneration or perquisite paid to any Non Executive Director
(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 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	N.A.	No subsidiary company of M/s Indra Industries Ilimited.
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Board Disclosures	49 (IV B)	YES	
(C) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	Company not Issued any Public Issue, Right Issue Pref. Issue etc in these quarter.
(D)Remuneration of Directors	49 (IV E)	YES	A CONTRACTOR OF THE CONTRACTOR
(E)Management	49 (IV F)	YES	
(F)Shareholders	49 (IV G)	YES	
V. CEO/CFO Certification	49 (V)	YES	
VI. Report on Corporate Governance	49 (VI)	YES	
VII. Compliance	49 (VII)	YES	

FOR INDRA INDUSTRIES LIMITED

For Indra Industries Limited

DILIP PATIDAR COMPANY SECRETARY & COMPLIANCE OFFICER