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**INDRA INDUSTRIES LTD.**  
FERTILIZER | POLYMER  
CIN: L74140MP1984PLC002592

**Corporate governance report for the quarter ended 31th March, 2014**

<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I Board of Directors</b>	<b>49 (I)</b>		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	No sitting fee or remuneration or perquisite paid to any NED
(C) Other provisions as to Board and Committees	49 (IC)	YES	
(D) Code of Conduct	49 (ID)	YES	
<b>II. Audit Committee</b>	<b>49 (II)</b>		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	YES	
(D) Role of Audit Committee	49 (IID)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
<b>III. Subsidiary Companies</b>	<b>49 (III)</b>	N.A.	There is no subsidiary Company.
<b>V. Disclosures</b>	<b>49 (IV)</b>		
(A) Basis of related party transactions	49 (IVA)	YES	
(B) Board Disclosures	49 (IVB)	YES	
(C) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	Not issued any public issues, rights issues, preferential issues etc. in this quarter
(D) Remuneration of Directors	49 (IVE)	YES	
(E) Management	49 (IVF)	YES	
(F) Shareholders	49 (IVG)	YES	
<b>V. CEO/CFO Certification</b>	<b>49 (V)</b>	YES	
<b>VI. Report on Corporate Governance</b>	<b>49 (VI)</b>	YES	
<b>VII. Compliance</b>	<b>49 (VII)</b>	YES	

For: **INDRA INDUSTRIES LIMITED**  
**INDRA INDUSTRIES LTD.**

*Xccrnt*  
**DIRECTOR**  
(VIRENDRA JAIN)  
Managing Director

Date: 04.04.2014  
Place: Indore

[www.indraindustries.in](http://www.indraindustries.in)