

# INDRA INDUSTRIES LIMITED

Corporate governance report for the quarter ended 31<sup>st</sup> DEC ,2011

<u>Particulars</u>	<u>Clause of Listing agreement</u>	<u>Compliance Status Yes/No</u>	<u>Remarks</u>
<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	However these information is required to down load on website.
<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 II(D)	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 (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.	Not issued any public issues, rights issues, preferential issues etc. in this quarter
(D) Remuneration of Directors	49 (IV E)	YES	
(E) Management	49 (IV F)	YES	
(F) Shareholders	49 (IV G)	YES	Information is required to download on website
<b>V.CEO/CFO Certification</b>	<b>49 (V)</b>	YES	Will be complied in the next annual report
<b>VI. Report on Corporate Governance</b>	<b>49 (VI)</b>	YES	
<b>VII. Compliance</b>	<b>49 (VII)</b>	YES	

Dated : Jan 12 , 2012  
Place : Indore

For INDRA INDUSTRIES LIMITED

*Virendra Jain*  
( VIRENDRA JAIN )  
Managing Director