## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Lakshmi Electrical Control Systems Limited 31.03.2014

Name of the Company Quarter ending on

| Particulars  | Clause of<br>Listing<br>Agreement | Compliance<br>Status<br>(Yes/No) | Remarks   |
|--|-----------------------------------|----------------------------------|---|
| I. Board of Directors  | 49 (I)                            |                                  |   |
| (A) Composition of Board   | 49 (I A)                          | Yes                              |   |
| (B) Non-Executive Directors'   | 49 (I B)                          | Yes                              | Will be disclosed in  |
| compensation & disclosures.  | 40 (1 5)                          | 100                              | the Annual Report for<br>the year ended<br>31.03.2014                         |
| (C) Other provisions as to Board and Committees.                         | 49 (I C)                          | Yes                              |   |
| (D) Code of conduct  | 49 (I D)                          | 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  | 49 (III)                          | NA                               |   |
| IV. Disclosures  | 49 (IV)                           |                                  |   |
| (A) Basis of related party transactions.                                 | 49 (IV A)                         | Yes                              |   |
| (B) Disclosure of Accounting Treatment                                   | 49 (IV B)                         | Yes                              |   |
| (C) Board disclosures  | 49 (IV C)                         | Yes                              |   |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D)                         | NA                               | No share of any kind is issued. Hence not applicable.                         |
| (E) Remuneration of Directors  | 49 (IV E)                         | Yes                              | Will be disclosed in<br>the Annual Report for<br>the year ended<br>31.03.2014 |
| (F) Management   | 49 (IV F)                         | Yes                              | -do-  |
| (G) Shareholders   | 49 (IV G)                         | Yes                              | -do-  |
| V. CEO / CFO Certification   | 49 (V)                            | Yes                              | -do-  |
| VI. Report on Corporate Governance                                       | 49 (VI)                           | Yes                              | -do-  |
| VII. Compliance  | 49(VII)                           | Yes                              | -do-  |