

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : HIND INDUSTRIES LIMITED  
Quarter ending on : 31.12.2011

Particulars	Clause of Compliance Remarks Listing Agreement	Status Yes/No	Remarks if any,
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49 (I A)	YES	
(B) Non-executive Directors' compensation & disclosures 49	49 (I B)	YES	
(C) Other provisions as to Board and Committees	49 (I C)	YES	
(D) Code of Conduct	49 (I D)	YES	
<b>II. Audit Committee</b>	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	
<b>III. Subsidiary Company</b>	49 (III)	YES	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Board Disclosures	49 (IV B)	YES	
(C) Risk Management	49 (IV C)	YES	
(D) Proceeds from Public issues, Rights Issues, Preferential Issues etc.	49 (IV D)	NOT APPLICABLE	
(E) Remuneration of Directors	49 (IV E)		WILL BE COMPLIED WITH AT THE A.G.M.
(F) Management	49 (IV F)		WILL BE COMPLIED WITH AT THE A.G.M.
(G) Shareholders	49 (IV G)	YES	

Cont

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<b>V. CEO/CFO Certification</b>	49 (V)		WILL BE COMPLIED WITH IN THE NEXT ANNUAL REPORT
<b>VI. Report on Corporate Governance</b>	49 (VI)		WILL BE COMPLIED WITH IN THE NEXT ANNUAL REPORT
<b>VII. Compliance</b>	49 (VII)		WILL BE COMPLIED WITH IN THE NEXT ANNUAL REPORT

For **HIND INDUSTRIES LIMITED**

**SIRAJUDDIN QURESHI**  
**CHAIRMAN & MANAGING DIRECTOR**