

Damodar Industries Limited

Reg. Off. A1/202, Centre Point, 243-A, N. M. Joshi Marg, Lower Parel (E), Mumbai – 400013

Corporate Identity Number: L17110MH1987PLC045575

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COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30th SEPTEMBER, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	No	Mr. S.P. Tulsian, Independent director of the company has been resigned from directorship of the company w.e.f. September 10, 2014. Company will appoint an Independent director within prescribe time.
(B) Non-executive Directors, compensation & disclosures	49(IB)	Yes	Except sitting fee, no fees have been paid to independent directors.
(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(IID)	Yes	
(E) Review of Information by Audit Committee	49(IIE)	Yes	
III. Subsidiary Company	49(III)	N.A.	
IV. Disclosures	49(IV)		
(A) Basis of Related party transaction	49(IVA)	Yes	
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	
(C) Board Disclosures	49(IVC)	Yes	
(D) Proceeds from public issues, Rights Issues, preferential issues etc.	49(IVD)	N.A.	
(E) Remuneration of Directors	49(IVE)	Yes	
(F) Management	49(IVF)	Yes	
(G) Shareholders	49(IVG)	Yes	
V. CEO/CFO Certification	49(V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	
VII. Compliance	49(VII)	Yes	

For Damodar Industries Limited

Sd/-

Place: Mumbai
Date: 9th October, 2014

Subodh Kumar Soni
Company Secretary