

**Quarterly Compliance Report on Corporate Governance****Name of the Company: REMI ELEKTROTECHNIK LIMITED****Quarter ended on: 31ST MARCH, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>II. Board of Directors</b>	<b>49(II)</b>		
(A) Composition of Board	49(IIA)	YES	
(B) Independent Directors	49(II B)	YES	
(C) Non-executive Directors' compensation & disclosures	49(II C)	YES	
(D) Other provisions as to Board and Committees	49(II D)	YES	
(E) Code of Conduct	49(II E)	YES	
(F) Whistle Blower Policy	49(II F)	YES	
<b>III. Audit Committee</b>	<b>49(III)</b>		
(A) Qualified & Independent Audit Committee	49(III A)	YES	
(B) Meeting of Audit Committee	49(III B)	YES	
(C) Powers of Audit Committee	49(III C)	YES	
(D) Role of Audit Committee	49(III D)	YES	
(E) Review of Information by Audit Committee	49(III E)	YES	
<b>IV. Nomination and Remuneration Committee</b>	<b>49(IV)</b>	YES	
<b>V. Subsidiary Companies</b>	<b>49(V)</b>	N.A.	
<b>VI. Risk Management</b>	<b>49(VI)</b>	YES	
<b>VII. Related Party Transactions</b>	<b>49(VII)</b>	YES	
<b>VIII. Disclosures</b>	<b>49(VIII)</b>		
(A) Related party transactions	49(VIII A)	N.A.	
(B) Disclosure of Accounting Treatment	49(VIII B)	N.A.	
(C) Remuneration of Directors	49(VIII C)	YES	will be complied with at the Annual General Meeting
(D) Management	49(VIII D)	YES	will be complied with at the Annual General Meeting
(E) Shareholders	49(VIII E)	YES	will be complied with at the Annual General Meeting
(F) Proceeds from public issues, rights issue, preferential issues, etc	49(VIII F)	N.A.	
<b>IX. CEO/CFO Certification</b>	<b>49(IX)</b>	YES	
<b>X. Report on Corporate Governance</b>	<b>49(X)</b>	YES	will be complied with at the Annual General Meeting
<b>XI. Compliance</b>	<b>49(XI)</b>	YES	Do