



# INFRA INDUSTRIES LIMITED

7 Dhiraj Chambers, 9 Hazarimal Somani Marg, Mumbai – 400 001  
Tel: 32946372 , Fax: 66348601, CIN:L25200MH1989PLC054503  
Website : www.infra.co.in

## Quarterly Compliance Report on Corporate Governance.

Name of the Company : INFRA INDUSTRIES LIMITED  
Quarter Ending on : 30<sup>th</sup> June, 2014

| <b>Particulars</b>   | <b>Clause of Listing Agreement</b> | <b>Compliance Status (Yes/No)</b> | <b>Remarks</b>   |
|--|------------------------------------|-----------------------------------|--|
| <b>1</b>   | <b>2</b>                           | <b>3</b>                          | <b>4</b>   |
| <b>I. Board of Directors</b>   | 49 1                               | Yes                               |  |
| (A) Composition of Board   | 49 (IA)                            | Yes                               | The Company has 4 Directors out of which one is whole time Director and the Chairman is Non Executive. |
| (B) Non-executive Directors' compensation & disclosures                  | 49 (IB)                            | Yes                               | Only sitting fees are paid   |
| (C) Other Provision as to Board and Committee                            | 49 (IC)                            | Yes                               |  |
| (D) Code of Conduct  | 49 (ID)                            | Yes                               |  |
| <b>II. Audit Committee</b>   | 49 II                              |                                   |  |
| (A) Qualified & Independent Audit Committee                              | 49 (IIA)                           | Yes                               |  |
| (B) Meeting of Audit Committee   | 49 (IIB)                           | Yes                               |  |
| (C) Power of Audit Committee   | 49 (IIC)                           | Yes                               |  |
| (D) Role of Audit Committee  | 49 (IID)                           | Yes                               |  |
| (E) Review of Information of Audit Committee                             | 49 (IIE)                           | Yes                               |  |
| <b>III. Subsidiary Companies</b>   | 49 (III)                           | N.A.                              |  |
| <b>IV. Disclosures</b>   | 49 (IV)                            |                                   |  |
| (A) Basis of related party transactions                                  | 49 (IVA)                           | Yes                               | Accounting Standard is followed  |
| (B) Disclosure of Accounting Treatment                                   | 49 (IVB)                           | Yes                               |  |
| (B) Board Disclosures  | 49 (IVC)                           | Yes                               |  |
| (C) Proceeds from Public issues, rights issues, preferential issues etc. | 49 (IVD)                           | N.A.                              |  |
| (D) Remuneration of Directors  | 49 (IVE)                           | Yes                               |  |
| (E) Management   | 49 (IVF)                           | Yes                               |  |
| (F) Shareholders   | 49 (IVG)                           | Yes                               |  |
| <b>V. CEO/CFO Certification</b>  | 49 (V)                             | Yes                               | Given only annually in the Annual Report   |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)                            | Yes                               |  |
| <b>VII. Compliance</b>   | 49 (VII)                           | Yes                               |  |

Thanking you,

Yours faithfully,  
For **INFRA INDUSTRIES LIMITED**

**AUTHORISED SIGNATORY**

