

Quarterly Compliance Report on Corporate Governance

Name of the Company: Hind Rectifiers Limited.

Quarter ending on: 31st December, 2014

Particulars	Clause of Compliance Remarks Listing Agreement	Status Yes/No/N.A.	Remarks
I Board of Directors	49 (II)		
(A) Composition of Board	49(II A)	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	
II. Audit Committee	49 (III)		
(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	
III. (V) Nomination and Remuneration Committee	49 (IV)	YES	
IV. (V) Subsidiary Companies	49 (V)	N.A.	THE COMPANY DOES NOT HAVE SUBSIDIARY
V. (I) Risk Management	49 (VI)	YES	
VI. (I) Related Party Transactions	49 (VII)	YES	
VII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	TO BE COMPLIED IN ANNUAL REPORT
(B) Disclosure of Accounting	49 (VIII B)	YES	TO BE COMPLIED IN ANNUAL REPORT
(C) Remuneration of Directors	49 (VIII C)	YES	TO BE COMPLIED IN ANNUAL REPORT
(D) Management	49 (VIII D)	YES	TO BE COMPLIED IN ANNUAL REPORT
(E) Shareholders	49 (VIII E)	YES	TO BE COMPLIED IN ANNUAL REPORT
(I) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIII I)	N.A.	
(E) Remuneration of Directors	49 (IV E)	YES	TO BE COMPLIED IN ANNUAL REPORT
(F) Management	49 (IV F)	YES	TO BE COMPLIED IN ANNUAL REPORT
(G) Shareholders	49 (IV G)	YES	TO BE COMPLIED IN ANNUAL REPORT
VIII. CEO/CFO Certification	49 (IX)	YES	TO BE COMPLIED IN ANNUAL REPORT
IX. (X) Report on Corporate Governance	49 (X)	YES	TO BE COMPLIED IN ANNUAL REPORT
X. (I) Compliance	49 (XI)	YES	TO BE COMPLIED IN ANNUAL REPORT

For Hind Rectifiers Limited


A.K. Nemani
 Chief Financial Officer