## **ANNEXURE - IB Quarterly Compliance Report on Corporate Governance**

EIMCO ELECON (INDIA) LTD.

Name of the Company : Quarter ending on : Quarter ending on 30-06-2011

|      | Particulars                       | Clause of | Compliance | Remarks         |
|------|-----------------------------------|-----------|------------|-----------------|
|      |                                   | Listing   | status     |                 |
|      |                                   | Agreement | (Yes/No)   |                 |
|      | 1                                 | 2         | 3          | 4               |
| I    | <b>Board of Directors</b>         | 49 I      | Yes        |                 |
|      | (A) Composition of Board          | 49(IA)    | Yes        |                 |
|      | (B) Non-executive Directors'      | 49(IB)    | Yes        |                 |
|      | compensation & disclosures        |           |            |                 |
|      | (C) Other provisions as to Board  | 49(IC)    | Yes        |                 |
|      | and committees                    |           |            |                 |
|      | (D) Code of Conduct               | 49(ID)    | Yes        |                 |
| Ш    | Audit Committee                   | 49 (II)   | Yes        |                 |
|      | (A) Qualified & Independent Audit | 49(IIA)   | Yes        |                 |
|      | Committee                         |           |            |                 |
|      | (B) Meeting of Audit Committee    | 49 (IIB)  | Yes        |                 |
|      | (C) Power of Audit Committee      | 49(IIC)   | Yes        |                 |
|      | 49(IIC)                           |           |            |                 |
|      | (D) Role of Audit Committee       | 49 II(D)  | Yes        |                 |
|      | (E) Review of Information by      | 49 (IIE)  | Yes        |                 |
|      | Audit Committee                   |           |            |                 |
| III. | Subsidiary Companies              | 49 (III)  | Yes        | No subsidiaries |
| IV   | Disclosures                       | 49 (IV)   | Yes        |                 |
|      | (A) Basis of related party        | 49 (IV A) | Yes        |                 |
|      | transactions                      |           |            |                 |
|      | (B) Board Disclosures             | 49 (IV C) | Yes        |                 |
|      | (C) Proceeds from public issues,  | 49 (IV D) | Yes        |                 |
|      | rights issues, preferential       |           |            |                 |
|      | issues etc.                       |           |            |                 |
|      | (D) Remuneration of Directors     | 49 (IV E) | Yes        |                 |
|      | (E) Management                    | 49 (IV F) | Yes        |                 |
|      | (F) Shareholders                  | 49 (IV G) | Yes        |                 |
| V    | CEO/CFO Certification             | 49 (V)    | Yes        |                 |
| VI   | Report on Corporate               | 49 (VI)   | Yes        | Put in the      |
|      | Governance                        |           |            | Annual Report   |
| VII  | Compliance                        | 49 (VII)  | Yes        |                 |

For EIMCO ELECON (INDIA) LTD.,

Vallabh Vidyanagar 8<sup>th</sup> July, 2011

Nilesh D. Shelat Company Secretary