

Date: July 8, 2014.

Name of the Company: **Technocraft Industries (India) Limited**  
 Quarter ending on: **June 30, 2014**

Particulars Agreement	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remark
1	2	3	4
<b>1.Board of Directors</b>	49 (I)		
(A) Composition of Board	49(IA)	Y	Not less than 50% of Board comprises of Non-Executive Independent Directors.
(B) Non-executive Directors' compensation and disclosures	49 (IB)	Y	Non executive director received sitting fee only within the powers of Board
(C) other provisions as to Board & Committees	49 (IC)	Y	Meeting of the Board of Director held as per the listing agreement and none of the Director is member in more than 10 committee and Chairman of more than 5 Companies.
(D) Code of Conduct	49 (ID)	Y	Statement of Code of Conduct has been approved by the Board of Directors in their meeting held on 20 <sup>th</sup> April, 2007
<b>II. Audit Committee</b>	49(II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Y	Qualified and Independent Audit Committee has formed
(B) Meeting of Audit Committee	49 (IIB)	Y	Meeting held as per Clause 49 II (B)
(C) Power of Audit Committee	49 (IIC)	Y	Audit Committee has the power as mentioned in the Listing Agreement
(D) Role of Audit Committee	49 (IID)	Y	Same as specified in the listing Agreement
(E) Review of information by Audit committee	49 (IIE)	Y	Same as specified in the listing Agreement
<b>III. Subsidiary Companies</b>	49(III)	NA	The Company does not have material non listed Indian Company
<b>IV. Disclosure</b>	49 (IV)		
(A) Basis of related party transaction	49 (IV A)	Y	During every quarter there are transactions of material nature with the related parties which were placed before the Audit Committee
(B) Disclosure of Accounting Treatment	49 (IV B)	Y	Treatment different from that prescribed Accounting Standard has not been followed the preparation of financial statements
(C) Board Disclosure	49 (IV C)	Y	Compliance in financial statements
(D) Proceeds from public issue, right issue, preferential issue etc.	49 (IV D)	NA	
(E) Remuneration of Directors	49 (IV E)	Y	Excepting sitting fee no remuneration has been paid to non executive directors during the quarter. Details of sitting fee paid to NED-ID directors and remuneration paid to Executive Directors will be disclosed in the annual report of 2013-14

(F) Management	49 (IV F)	Y	Management Discussion and Analysis shall be part of the Annual report of 2013-14.
(G) Shareholders	49 (IV G)	Y	Shareholders have been provided with the information regarding directors seeking appointment /reappointment  Power of Share Transfer has been delegated to Registrar and Transfer Agent.
<b>V. CEO/CFO Certification</b>	49 (V)	Y	CEO/CFO Certification placed before the Board.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Y	Report on Corporate Governance shall be part of the Annual Report of the Company.
<b>VIII. Compliance</b>	49 (VII)	Y	Certificate from the auditors regarding compliance of condition of Corporate Governance will be attached with the Annual Report of the Company.

**For Technocraft Industries (India) Limited**

**Sd/-  
Manoj Jain  
(Company Secretary)**