

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Pacific Industries Limited

Quarter ending on: September 30, 2012

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N.A.	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee		Yes	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A.	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	Eligible provisions have been complied in the Annual Report for the year ended on 31/03/2009 / AGM held on 29/09/2012.
(G) Shareholders	49 (IV G)	Yes	-- Do --
V. CEO/CFO Certification	49 (V)	N.A.	Complied in the Annual Report for the year ended on 31/03/2012 / AGM held on 29/09/2012.
VI. Report on Corporate Governance	49 (VI)	N.A.	-- Do --
VII. Compliance	49 (VII)	N.A.	-- Do --

For Pacific Industries Limited



**[KAPIL AGARWAL]
EXECUTIVE DIRECTOR**

**Place : Bangalore
Date: October 13, 2012**