


**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
**Name of the Company: PACIFIC INDUSTRIES LIMITED**  
**Quarter ending on: JUNE 30<sup>th</sup>, 2015**

Particulars	agreement   Yes/No		Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	N.A.	
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
<b>III. Audit Committee</b>	49 (III)	YES	
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	YES	
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	YES	
<b>VII. Related Party Transactions</b>	49 (VII)	YES	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	YES	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	
(C) Remuneration of Directors	49 (VIIIC)	YES	
(D) Management	49 (VIID)	YES	Eligible provisions will be complied with, in the next Annual Report
(E) Shareholders	49 (VIIE)	YES	--Do--
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIIF)	N.A.	
<b>IX. CEO/CFO Certification</b>	49 (IX)	N.A.	Will be complied in the next Annual Report
<b>X. Report on Corporate Governance</b>	49(X)	N.A.	--Do--
<b>XI. Compliance</b>	49 (XI)	N.A.	--Do--

For Pacific Industries Limited

Place : Bangalore  
 Date : 08<sup>th</sup> JULY , 2015

  
**KAPIL AGARWAL**  
 EXECUTIVE DIRECTOR  
 (DIN : 00386208)