

Annexure 'A'**Quarterly Compliance Report on Corporate Governance****Name of the Company : Mukand Engineers Limited****Quarter ending on 30th September, 2014**

| P a r t i c u l a r s | Clause of Listing Agreement | Compliance Status (Yes / No) | Remarks |
|---|------------------------------------|-------------------------------------|--|
| I. Board of Directors | 49 I | Yes | -- |
| (A) Composition of Board | 49 (IA) | Yes | -- |
| (B) Non-executive Directors' compensation & disclosures | 49 (IB) | Yes* | -- |
| (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 | 49 (IIC) | Yes | -- |
| (C) Powers of Audit Committee | 49 (IIB) | Yes | -- |
| (D) Role of Audit Committee | 49 (IID) | Yes | -- |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | -- |
| III. Subsidiary Companies | 49 III | N. A. | -- |
| IV. Disclosures | 49 IV | Yes | -- |
| (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 issue etc. | 49 (IV D) | N. A. | -- |
| (E) Remuneration of Directors | 49 (IV E) | Yes* | -- |
| (F) Management | 49 (IV F) | Yes | -- |
| (G) Shareholders | 49 (IV G) | Yes | -- |
| V. CEO / CFO Certification | 49 V | Yes | -- |
| VI. Report on Corporate Governance | 49 VI | Yes | Will be complied in the next Annual General Meeting |
| VII. Compliance | 49 VII | Yes | -- |

*** Note :**

The Company is not paying any remuneration to Non-Executive Directors. However, the Directors are paid sitting fees for attending Board / Committee meetings details of which are given in the Annual Report.