

### Quarterly Compliance Report on Corporate Governance

Name of the Company: Gujarat Borosil Limited

Quarter ending on : 30<sup>th</sup> September, 2012

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance status (Yes/No/N.A.)</b>	<b>Remarks</b>
<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	
(C) Other provisions as to the Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II (D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	

<b>IV. Disclosures</b>	49 (IV )		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Board Disclosures	49 (IV C)	Yes	
(C) Proceeds from Public Issues, Rights Issues, Preferential Issues, etc.	49 (IV D)	Yes	
(D) Remuneration of Director	49 (IV E)	Yes	
(E) Management	49 (IV F)	Yes	
(F) Shareholders	49 (IV G)	Yes	
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Company is in look out for a new CEO. Hence, the certificate is signed by Whole-Time Director & CFO
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

**For Gujarat Borosil Limited**



**Arun Kumar**  
Company Secretary &  
Compliance Officer

Place : Mumbai  
Date : 9<sup>th</sup> October 2012