

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

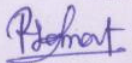
Name of the Company: **Tainwala Chemicals and Plastics (India) Limited**

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

Security Code : **507785**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	<b>49 I</b>	<b>Yes</b>	
(A) Composition of Board	49(IA)	Yes	The Board comprises 5 Directors out of which 2 are Executive Directors and 3 are Non-Executive Directors. The Company has an Executive Chairman.
(B) Non-Executive Directors' Compensation & disclosures	49(IB)	Yes	Except Sitting Fees, no other fees have been paid to Independent Directors.
(C) Other provisions as to Board and Committees	49(IC)	Yes	--
(D) Code of conduct	49(ID)	Yes	--
<b>II. Audit Committee</b>	<b>49(II)</b>	<b>Yes</b>	--
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	The Audit Committee comprises 3 Directors. All are Independent Non-Executive Directors. The Chairman of the Committee is an Independent Non-Executive Director.
(B) Meeting of Audit Committee	49(IIB)	Yes	--
(C) Powers of Audit Committee	49(IIC)	Yes	--
(D) Role of Audit Committee	49(IID)	Yes	--
(E) Review of Information by Audit Committee	49(IIE)	Yes	--
<b>III. Subsidiary Companies</b>	<b>49(III)</b>	<b>N.A.</b>	The Company does not have any Subsidiary Companies.
<b>IV. Disclosures</b>	<b>49(IV)</b>	<b>Yes</b>	
(A) Basis of related party transactions	49(IVA)	Yes	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013.
(B) Disclosure of Accounting treatment	49(IVB)	Yes	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013.

FOR TAINWALA CHEMICALS  
AND PLASTICS (I) LTD.

  
COMPANY SECRETARY

(C) Board disclosures	49(IVC)	Yes	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013.
(D) Proceeds from public issues, right issues, preferential issues etc.	49(IVD)	N.A.	--
(E) Remuneration of Directors	49(IVE)	Yes	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013.
(F) Management	49 (IVF)	Yes	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013
(G) Shareholders	49 (IVG)	Yes	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013
<b>V. CEO/CFO Certification</b>	<b>49 (V)</b>	<b>Yes</b>	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013
<b>VI. Report on Corporate Governance</b>	<b>49 (VI)</b>	<b>Yes</b>	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013
<b>VII. Compliance</b>	<b>49 (VII)</b>	<b>Yes</b>	Disclosed in the Annual Report of 2011-2012 and shall be disclosing in the Annual Report of 2012-2013

**For Tainwala chemicals and Plastics (India) Limited**

*Rohish Samant*

**Rohish Samant  
Company Secretary and  
Compliance Officer**