

**TULSYAN NEC LIMITED**

Registered Office: #61, Sembudoss Street, CHENNAI - 600 001

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Quarter ended 31st December 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	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	
<b>II Audit Committee</b>	49 II		
(A) Qualified & Independent Audit Committee	49 (II A)	YES	
(B) Meeting of Audit Committee	49 (II B)	YES	
(C) Powers of Audit Committee	49 (II C)	YES	
(D) Roll of Audit Committee	49 (II D)	YES	
(E) Review of Information by Audit Committee	49 (II E)	YES	
<b>III Subsidiary Companies</b>	49 (III)	N/A	
<b>IV Disclosures</b>	49 (IV)		
(A) Basis of related party transaction	49 (IV A)	YES	Will be given in the Annual Report
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Will be given in the Annual Report
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.,	49 (IV D)	YES	Will be given in the Annual Report
(E) Remuneration of Directors	49 (IV E)	YES	Will be given in the Annual Report
(F) Management	49 (IV F)	YES	Will be given in the Annual Report
(G) Shareholders	49 (IV G)	YES	Will be given in the Annual Report
<b>V CEO/CFO Certification</b>	49 (V)	YES	Will be given in the Annual Report
<b>VI Report on Corporate Governance</b>	49 (VI)	YES	Will be given in the Annual Report
<b>VII Compliance</b>	49 (VII)	YES	Will be given in the Annual Report

For Tulsyan NEC Limited,

Place : Chennai

Date : 05/01/2013

Sd/-

Managing Director.