

Quarterly Compliance Report on Corporate Governance

Name of the Company: Empower India Limited  
(Formerly Known as Empower Industries India Limited)

Quarter ending on 31<sup>st</sup> March, 2013

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)	Yes	
(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 (IIA)	Yes	
(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>	49(III)	Not Applicable	The Company does not own any material non listed Indian subsidiary company.
<b>IV. Disclosures</b>	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IVA)	Yes	
(B) Disclosures of Accounting Treatment	49 (IV B)	Yes	
(C) Board of Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Right Issues, Preferential Issues etc.	49 (IV D)	Not Applicable	There have not been any proceeds from the said issues during the quarter under review.
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO / CFO Certification</b>	49 (V)	Yes	The same would be complied with in the Annual Report.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	The same would be complied with in the Annual Report.
<b>VII. Compliance</b>	49 (VII)	Yes	The same would be complied with in the Annual Report.

For Empower India Limited  
(Formerly Known as Empower Industries India Limited)

Director/ Authorized Signatory



**Empower India Limited**

(Formerly known as Empower Industries India Limited)

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