

APAR INDUSTRIES LTD.

(CIN : L91110GJ1989PLC012802)

Quarterly Compliance Report on Corporate Governance under Clause 49 of Listing Agreement

Name of the Company : Apar Industries Limited
Quarter Ending on : 30th September, 2015
Scrip Code : BSE : 532259 NSE : APARINDS

| Particulars | Clause of Listing Agreement | Compliance Status (Yes / No) | Remarks |
|---|-----------------------------|------------------------------|--|
| II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49 (IIA) | Yes | |
| (B) Independent Directors | 49 (IIB) | Yes | |
| (C) Non-executive Directors' compensation & disclosures | 49 (IIC) | Yes | |
| (D) Other provisions as to Board and Committees | 49 (IID) | Yes | |
| (E) Code of Conduct | 49 (IIE) | Yes | CEO's declaration for compliance of Code of Conduct by Board Members & Sr. Management Personnel were made in the Annual Report 2014-15 & will also be complied in the next Annual Report of 2015-16. |
| (F) Whistle Blower Policy | 49 (IIF) | Yes | |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | Yes | |

| | | | |
|---|-------------|------|--|
| (B) Meeting of Audit Committee | 49 (IIIB) | Yes | |
| (C) Powers of Audit Committee | 49 (IIIC) | Yes | |
| (D) Role of Audit Committee | 49 (IIID) | Yes | |
| (E) Review of information by Audit Committee | 49 (IIIE) | Yes | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | Yes | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | |
| VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIII A) | Yes | There are no material related party transactions. |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | Required disclosures were made in the Annual Report of 2014-15 & will also be complied in the next Annual Report of 2015-16. |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | |
| (D) Management | 49 (VIII D) | Yes | |
| (E) Shareholders | 49 (VIII E) | Yes | |
| (I) Proceeds from public issues, rights issue, preferential issues etc. | 49 (VIII I) | N.A. | |
| IX. CEO/CFO Certification | 49 (IX) | Yes | Required disclosures were made in the Annual Report of 2014-15 & will also be complied in the next Annual Report of 2015-16. |

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|-----------------------------------|---------|-----|--|
| X. Report on Corporate Governance | 49 (X) | Yes | Required disclosures were made in the Annual Report of 2014-15 & will also be complied in the next Annual Report of 2015-16. |
| XI. Compliance | 49 (XI) | Yes | Required disclosures were made in the Annual Report of 2014-15 & will also be complied in the next Annual Report of 2015-16. |