



KIRLOSKAR INDUSTRIES LIMITED

Enriching Lives

Quarterly Compliance Report on Corporate Governance

Name of the Company: Kirloskar Industries Limited (earlier known as Kirloskar Oil Engines Ltd.)

Quarter ending on: 30 June 2012

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors			
(A) Composition of Board	49 I (A)	Yes	See Note No. 1
(B) Non-executive Directors' Compensation & disclosures	49 I (B)	Yes	
(C) Other provisions as to Board and Committees	49 I (C)	Yes	
(D) Code of Conduct	49 I (D)	Yes	
II. Audit Committee	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) Role of Audit Committee	49 II (D)	Yes	
(E) Review of Information by Audit Committee	49 II (F)	Yes	
III. Subsidiary Companies	49 III	N.A.	
IV. Disclosures	49 IV	Yes	
(A) Basis of related party transactions	49 IV (A)	Yes	
(B) Disclosure of Accounting Treatment	49 IV (B)	Yes	
(C) Board Disclosures – Risk Management	49 IV (C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 IV (D)	N.A.	
(E) Remuneration of Directors	49 IV (E)	Yes	See Note No. 2
(F) Management	49 V (F)	Yes	See Note No. 2
(G) Shareholders	49 VI (G)	Yes	See Note No. 2
V. CEO/CFO Certification	49 V	Yes	See Note No. 2
VI. Report on Corporate Governance	49 VI	Yes	See Note No. 2
VII. Compliance	49 VII	Yes	See Note No. 2





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Note:

1. Ms. Gauri Kirloskar was appointed as an Additional Director of the Company with effect from 26 April 2012 and Mr. Vikram Kirloskar has resigned from the Directorship of the Company with effect from 18 May 2012.

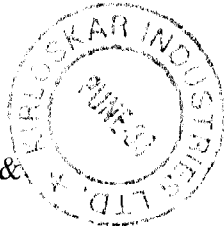
During the period, from 26 April 2012 to 18 May 2012, composition of the Board of the Company was not consisting of half of the Board as Independent Directors.

2. These clauses are complied with in the Annual Report for the Financial Year 2011-2012

For Kirloskar Industries Limited

A Chirmule

A. Chirmule
Executive Director &
Company Secretary



Date : 11 July 2012

Place : Pune