

CORPORATE RELATIONS DEPARTMENT  
BSE LIMITED  
PHIROZE JEEJEEBHOY TOWERS,  
25TH FLOOR, DALAL STREET,  
MUMBAI- 400 001.

April 1, 2014

**Sub.: Compliance Report under Clause 49 of the Listing Agreement for Corporate Governance for the quarter ended 31<sup>st</sup> March, 2014**

Dear Sir,

In terms of Clause 49 of the Listing Agreement for the Corporate Governance, we are giving herewith the details as per prescribed format.

| Particulars  | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|---------|
| <b>I. Board of Directors</b>   | 49 I                        | Yes                      |         |
| (A) Composition of Board   | 49(1A)                      | Yes                      |         |
| (B) Non-executive Directors' compensation & disclosure                   | 49(1B)                      | Yes                      |         |
| (C) Other provisions as to Board and Committees                          | 49(1C)                      | Yes                      |         |
| (D) Code of Conduct  | 49(1D)                      | Yes                      |         |
| <b>II. Audit Committee</b>   | 49 (II)                     | Yes                      |         |
| (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)                     | N.A.                     |         |
| <b>IV. Disclosures</b>   | 49(IV)                      |                          |         |
| (A) Basis of related party transactions                                  | 49(IV A)                    | Yes                      |         |
| (B) Disclosure of Accounting treatment                                   | 49(IV B)                    | Yes                      |         |
| (C) Board Disclosures  | 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                      |         |
| (F) Management   | 49(IV F)                    | Yes                      |         |
| (G) Shareholders   | 49(IV G)                    | Yes                      |         |
| <b>V. CEO/CFO Certification</b>  | 49(V)                       | Yes                      |         |
| <b>VI. Report on Corporate Governance</b>                                | 49(VI)                      | Yes                      |         |
| <b>VII. Compliance</b>   | 49(VII)                     | Yes                      |         |

This is for your information and record.

Thanking you,

Yours faithfully,  
for EICL LIMITED



( P. S. SAINI )  
General Manager (Corpt. Legal)  
& Company Secretary

## EICL LIMITED

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CIN: L26939DL1993PLC002039