

Quarterly Compliance Report on Corporate Governance

Name of the Company: Hind Rectifiers Limited.

Quarter ending on: 30th September, 2013

Particulars	Clause of Compliance Remarks Listing Agreement	Status Yes/No/N.A.	Remarks
I Board of Directors	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	
II. Audit Committee	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 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	N.A	THE COMPANY DOES NOT HAVE SUBSIDIARY
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	YES	TO BE COMPLIED IN ANNUAL REPORT
(B) Disclosure of Accounting treatment	49 (IV B)	YES	TO BE COMPLIED IN ANNUAL REPORT
(C) Board Disclosures	49 (IV C)	YES	TO BE COMPLIED IN ANNUAL REPORT
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	YES	TO BE COMPLIED IN ANNUAL REPORT
(F) Management	49 (IV F)	YES	TO BE COMPLIED IN ANNUAL REPORT
(G) Shareholders	49 (IV G)	YES	TO BE COMPLIED IN ANNUAL REPORT
V.CEO/CFO Certification	49 (V)	YES	TO BE COMPLIED IN ANNUAL REPORT
VI. Report on Corporate Governance	49 (VI)	YES	TO BE COMPLIED IN ANNUAL REPORT
VII. Compliance	49 (VII)	YES	TO BE COMPLIED IN ANNUAL REPORT

For Hind Rectifiers Limited

**A.K. Nemani
Chief Financial Officer**