


**Quarterly Compliance Report on Corporate Governance**Name of the Company: **A Infrastructure Limited**Quarter ended on: **30<sup>th</sup> June, 2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49(I)	Yes	-
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	The non executive Directors & Independent Directors are paid only sitting fees. The sitting fee is within the limits prescribed under the Companies Act, 1956.
(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)	Yes	Already constituted
(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	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	There is no subsidiary.
<b>IV. Disclosures</b>	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	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	The Company has not made any public/rights/preferential issue in the recent past.
(E) Remuneration of Directors	49 (IV E)	Yes	Relevant details were given in the Annual Report for the year ended 31 <sup>st</sup> March, 2011 and will be complied in the next Annual Report for the year 2011-2012
(F) Management	49 (IV F)	Yes	MDA Report was sent along with Annual Report for the Year ended 31 <sup>st</sup> March, 2011 and will be complied in Annual Report 2011-2012
(G) Shareholders	49 (IV G)	Yes	Necessary details were disclosed in Annual Report for the year ended 31 <sup>st</sup> March, 2011 and will be complied in next Annual Report 2011-2012.
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	CEO/Sr. V.P. (Finance) Certification was Given In the Annual Report For the year ended 31 <sup>st</sup> March, 2011 And Will be Complied In The Next Annual Report for the year 2011-12
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	The Report on Corporate Governance was attached to the Annual Report for the financial year 2010-11 and was sent to all the shareholders and will be complied in the next Annual Report.
<b>VII. Compliance</b>	49 (VII)	Yes	Report was complied with in Annual Report for the year ended 31 <sup>st</sup> March, 2011 and will be complied in the next Annual Report.

For A Infrastructure Limited

  
**K C Moondra**  
 Company Secretary


Date: 10.07.2012

Place: Bhitwara