

Quarterly Compliance Report on Corporate Governance

Name of the Company: A Infrastructure Limited

Quarter ended on: 31st December, 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	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	Annual Affirmation of code of conduct has been obtained by company from the Board Members and senior Management personnel and declaration to that effect is a part of Annual Report of 2011-12.
II. Audit Committee	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	
III. Subsidiary Companies	49 (III)	No	There is no subsidiary.
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	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 st March, 2012 and will be complied in the next Annual Report.
(F) Management	49 (IV F)	Yes	MDA Report was sent along with Annual Report for the Year ended 31 st March, 2012 and will be complied in next Annual Report.

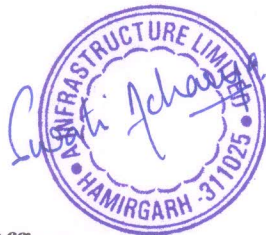


Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
(G) Shareholders	49 (IV G)	Yes	Necessary details were disclosed in Annual Report for the year ended 31 st March, 2012 and will be complied in next Annual Report.
V. CEO/CFO Certification	49 (V)	Yes	CEO/Sr. V.P. (Finance) Certification was Given In the Annual Report For the year ended 31 st March, 2012 And Will be Complied In The Next Annual Report.
VI. Report on Corporate Governance	49 (VI)	Yes	The Report on Corporate Governance was attached to the Annual Report for the financial year 2011-12 and was sent to all the shareholders and will be complied in the next Annual Report.
VII. Compliance	49 (VII)	Yes	Report was complied with in Annual Report for the year ended 31 st March, 2012 and will be complied in the next Annual Report.

For A Infrastructure Limited

Swati Acharya

Swati Acharya
Company Secretary & Compliance Officer



Date: 08.01.2013