



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Quarter ending on

30.06.2011

Clause of Listing agreement	Particulars			
I Board of Directors 491 Yes/No (A) Composition of Board 49(1A) YES (B) Non-executive Directors' 49(IB) YES (C) Other provisions as to Board and Committees (D) Code of Conduct 49(D) YES (II. Audit Committee 49(II) (A) Qualified & Independent Audit 49(IIA) YES (B) Meeting of Audit Committee 49(IIB) YES (C) Powers of Audit Committee 49(IIB) YES (IIC) (D)Role of Audit Committee 49(III) YES (E) Review of Information by Audit 29(III) YES (III. Subsidiary Companies 49(III) N.A. (IV. Disclosures 49(IV. A) YES Will be Complied in the Annual Report treatment 49(IV. A) YES -do- (C) Board Disclosures 49(IV. C) YES -d	- Gradaiai G	Clause of	Compliance	Remarks
TBoard of Directors		, -		
(A) Composition of Board 49(1A) YES (B) Non-executive Directors' 49(IB) YES Compensation & disclosures 49(IB) YES (C) Other provisions as to Board and Committees 49(C) YES (D) Code of Conduct 49(D) YES II. Audit Committee 49(II) YES (A) Qualified & Independent Audit Committee YES (C) Powers of Audit Committee YES (C) Powers of Audit Committee 49(IIB) YES (IIC) YES 49(IIB) YES (E) Review of Information by Audit Committee 49(IIE) YES YES (III. Subsidiary Companies 49(III) YES Will be Complied in the Annual Report (B) Disclosures 49(IV) YES Will be Complied in the Annual Report (B) Bisclosure of accounting treatment 49(IV B) YES -do- (C) Board Disclosures 49(IV C) YES -do- (D) Proceeds from public issues, rights issues, preferential issues etc. 49(IV E) YES -do- (E) Remuneration of Directors 4	I Board of Directors		Yes/No	
(B) Non-executive Directors' Compensation & disclosures 49(IB) YES			VEO.	
Compensation & disclosures (C) Other provisions as to Board and Committees (D) Code of Conduct II. Audit Committee (A) Qualified & Independent Audit Committee (B) Meeting of Audit Committee (C)Powers of Audit Committee (C)Powers of Audit Committee (C)Powers of Audit Committee (C)Powers of Audit Committee (C) Board Disclosures (A) Basis of related party transactions (B) Disclosures (B) Disclosures (B) Disclosures (B) Disclosures (B) Disclosures (B) Disclosures (C) Board Disclosures (C) Board Disclosures (C) Board Disclosures (C) Board Disclosures (C) D Proceeds from public issues, rights issues, preferential issues etc. (E) Remuneration of Directors (E) Remuneration of Directors (E) Remuneration of Directors (E) Remuneration of Directors (B) Olymanagement (C) Soard Disclosures (B) Olymanagement (B) Olymanagem	(B) Non-executive Directors'			
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and Committees 49(D) YES	(C) Other provisions as to Board	19(C)	VEC	
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II. Audit Committee	(D) Code of Conduct	49(D)	VEC	
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(B) Meeting of Audit Committee (C) Powers of Audit Committee 49 (IIC) (IIC) (ID) Audit Committee 49 (E) Review of Information by Audit Committee (E) Review of Information by Audit Committee III. Subsidiary Companies 49(III) IV. Disclosures (A) Basis of related party transactions (B) Disclosure of accounting treatment (C) Board Disclosures (D) Proceeds from public issues, rights issues, preferential issues etc. (E) Remuneration of Directors (E) Remuneration of Directors (E) Management (B) IV. Disclosures (B) IV. Disclos	(A) Qualified & Independent Audit		VEC	
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(B)Disclosure of accounting treatment (C) Board Disclosures (D) Proceeds from public issues, rights issues, preferential issues etc. (E)Remuneration of Directors (G)Shareholders (G)Shareholders VIII BC Complied in the Annual Report 49 (IVB) YES -do- 49 (IVC) YES -do- 49 (IV E) YES -do- 49 (IV F) YES -do- 49 (IV F) YES -do- 49 (IV G) YES -do- 40 -	(A) Basis of related party	49(IV A)	YES	Will be Complied in the
treatment 49 (IVB) YES -do- (C) Board Disclosures 49 (IVC) YES -do- (D) Proceeds from public issues, rights issues, preferential issues etc. 49 IVD) YES -do- (E)Remuneration of Directors 49 (IV E) YES -do- (F) Management 49 (IV F) YES -do- (G)Shareholders 49 (IV G) YES -do- V.CEO/CFO Certification 49 (V) YES -do- VI. Report on Corporate 49 (VI) YES -do- Governance 49 (VI) YES -do-		' '	0	Annual Poport
(C) Board Disclosures (D) Proceeds from public issues, rights issues, preferential issues etc. (E)Remuneration of Directors (F) Management (G)Shareholders 49 (IV E) 49 (IV F) 49 (IV F) 49 (IV F) 49 (IV G) 4	(B)Disclosure of accounting	49 (IVB)	YES	
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(E)Remuneration of Directors 49 (IV E) YES -do- (F) Management 49 (IV F) YES -do- (G)Shareholders 49 (IV G) YES -do- V.CEO/CFO Certification 49 (V) YES -do- VI. Report on Corporate 49 (VI) YES -do- Governance 49 (VII) YES -do-	rights issues, preferential issues	.		. 40
(F) Management 49 (IV F) YES -do- (G)Shareholders 49 (IV G) YES -do- V.CEO/CFO Certification 49 (V) YES -do- VI. Report on Corporate 49 (VI) YES -do- Governance 49 (VII) YES -do-				
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VI. Report on Corporate Governance VII. Compliance 49 (V) YES -dodododo-			YES	
Governance 49 (VI) YES -do- VII. Compliance	V. CEU/CFO Certification		YES	
VII. Compliance	VI. Report on Corporate	49 (VI)	YES	
49 (VII) YES -do-				
	Til. Compilance	49 (VII)	YES	-do-

Date: 12.07.2011

Place: - Hyderabad

For Infronics Systems Limited

Director

