

Quarterly Compliance Report on Corporate Governance:-
Quarter Ending on: - 30th September, 2011

Particulars		Clause of Listing Agreement	Compliance 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	Yet to kept on Company’s Web Site
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 (IID)	Yes	
	(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III.	Subsidiary Companies	49 (III)	N.A.	
IV.	Disclosures:	49 (IV)		
	(A) Basis of related party transactions	49 (IVA)	Yes	
	(B) Board Disclosures	49 (IVC)	Yes	
	(C) Proceeds from Public Issue, Rights Issues, Preferential issues etc.	49 (IVD)	N.A.	
	(D) Remuneration of Directors	49 (IVE)	Yes	No Remuneration Paid to any director
	(E) Management	49 (IVF)	Yes	
	(F) Shareholders	49 (IVG)	Yes	
V.	CEO/ CFO Certification	49 (V)	Yes	Submitted in the Annual report
VI.	Report on Corporate Governance	49 (VI)	N.A.	Submitted in the Annual report
VII.	Compliance	49 (VII)	N.A.	Submitted in the Annual report

Date: 13-10-2011
Place: Ahmedabad

For , Gujarat toolroom Limited

Viren G. Gurjar
Compliance Officer