

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **TVS ELECTRONICS LIMITED, CHENNAI**



Quarter ended on: 31ST MARCH, 2012

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Particulars	Clause of Listing agreement	Compliance status Yes/No/ NA	Remarks
I. Board of Directors	49(I)		
(A) Composition of Board	49(I A)	Yes	—
(B) Non-Executive Directors' Compensation & Disclosures	49(I B)	Yes	—
(C) Other provisions as to Board and Committees	49(I C)	Yes	—
(D) Code of conduct	49(I D)	Yes	—
II. Audit Committee	49(II)		
(A) Qualified and Independent Audit Committee	49(II A)	Yes	—
(B) Meeting of Audit Committee	49(II B)	Yes	—
(C) Powers of Audit Committee	49(II C)	Yes	—
(D) Role of Audit Committee	49(II D)	Yes	—
(E) Review of Information by Audit Committee	49(II E)	Yes	—
III. Subsidiary Companies	49(III)	Yes	-
IV. Disclosures	49(IV)		-
(A) Basis of related party transactions	49(IV A)	Yes	-
(B) Disclosure of Accounting Treatment	49(IV B)	N A	All applicable Accounting Standards are being followed.
(C) Board Disclosures	49(IV C)	Yes	—
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	Yes	Appropriate disclosures about of allotment of preferential issue of warrants have been made in the financial results for the quarter ended 31 st December, 2011
(E) Remuneration of Directors	49(IV E)	Yes	Complied in the Annual Report for the financial year ended 31.3.2011
(F) Management	49(IV F)	Yes	Complied in the Annual Report for the financial year ended 31.3.2011
(G) Shareholders	49(IV G)	Yes	—

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Particulars	Clause of Listing agreement	Compliance status Yes/No/NA	Remarks
V. CEO/CFO Certification	49(V)	Yes	—
VI. Report on Corporate Governance	49 (VI)	Yes	—
VII. Compliance	49 (VII)	Yes	Complied in the Annual Report for the financial year ended 31.3.2011