

October 4, 2011

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| Name of the Company | TVS Srichakra Limited |
| Quarter ended on | 30.9.2011 |

| | Particulars | Clause of Listing Agreement | Compliance Status | 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 | Complied as and when applicable. |
| D | Code of Conduct | 49(ID) | Yes | |
| 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 | Complied, as and when applicable. |
| D | Role of Audit Committee | 49(IID) | Yes | |
| E | Review of Information by Audit Committee | 49(IIE) | Yes | Complied, as and when applicable. |
| III | Subsidiary Companies | 49(III) | | |
| | One Independent Director of the holding company shall be a director on the Board of a material non listed Indian subsidiary company | 49 (III) (i) | N.A. | |

| | Particulars | Clause of Listing Agreement | Compliance Status | Remarks |
|------------|---|-----------------------------|-------------------|---|
| | Audit Committee of the listed holding company shall review the financial statements | 49(III)(ii) | | Will be complied |
| | Minutes of the Board Meetings shall be placed at the Board Meeting of the Holding Company | 49 (III) (iii) | | Being complied, as and when applicable. |
| IV | Disclosures | 49(IV) | | |
| A | Basis of related party transactions | 49(IVA) | Yes | Being complied, as and when applicable. |
| B | Board disclosures | 49 (IVC) | Yes | Complied, as and when applicable. |
| C | Proceeds from public issues, rights issues, preferential basis etc., | 49(IVD) | N.A. | |
| D | Remuneration of Directors | 49(IVE) | Yes | Complied as and when applicable. |
| E | Management | 49(IVF) | Yes | |
| F | Shareholders | 49(IVG) | Yes | Complied, as and when applicable |
| V | CEO / CFO Certification | 49(V) | Yes | Complied as and when applicable. |
| VI | Report on Corporate Governance | 49(VI) | Yes | Complied as and when applicable. |
| VII | Compliance | 49(VII) | Yes. | Complied as and when applicable. |