

**Quarterly Compliance Report on Corporate Governance**

**Name of the Company: Empower India Limited**

*(Formerly Known as Empower Industries India Limited)*

**Quarter Ending on 31<sup>st</sup> December, 2013**

Particulars	Clause of Listing agreement	Compliance Status Yes / No	Remarks
<b>I Board of Directors</b>	<b>49 I</b>		
(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	
<b>II. Audit Committee</b>	<b>49 II</b>		
(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	
<b>III. Subsidiary Companies</b>	<b>49 III</b>	Not Applicable	The Company does not have any material non listed Indian subsidiary Company.
<b>IV. Disclosures</b>	<b>49 IV</b>	Yes	
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosures of Accounting Treatment	49 (IV B)	Yes	
(C) Board of Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Right Issues, Preferential Issues etc.	49 (IV D)	Yes	The Company has not received any proceeds on account of said issues for the quarter under review.
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO / CFO Certification</b>	<b>49 V</b>	Yes	
<b>VI. Report on Corporate Governance</b>	<b>49 VI</b>	Yes	
<b>VII. Compliance</b>	<b>49 VII</b>	Yes	

**For Empower India Limited**

*(Formerly Known as Empower Industries India Limited)*

Director/ Authorized Signatory



**Empower India Limited**

*(Formerly known as Empower Industries India Limited)*

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