SHRI KRISHNA DEVCON LIMITED

Report of Corporate Governance

(for the quarter ended on December 31, 2012)

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 (I)		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N.A.	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(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	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N. A	As there is no Subsidiary Company
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Will be given in the Annual Report of the Company.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Will be given in the Annual Report of the Company.
(C) Board Disclosures	49 (IV C)	Yes	Will be given in the Annual Report of the Company.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	Will be given in the Annual Report of the Company.
(F) Management	49 (IV F)	Yes	Will be given in the Annual Report of the Company.
(G) Shareholders	49 (IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	Will be given in the Annual Report of the Company.
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

For SHRI KRISHNA DEVCON LIMITED

Shri Krishna Devcon Limited Mumbai

SUNIL KUMAR JAIN
(MANAGING DIRECTOR)