



TECPRO SYSTEMS LIMITED

Tecpro House
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Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: Tecpro Systems Limited

Quarter ending on: September 30, 2013

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)	Yes	
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	Declaration shall be included in the Annual Report for FY 2013-14
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 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	



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FM 587567



EMS 587568



OHS 587569

(E) Remuneration of Directors	49 (IV E)	Yes	Shall be included in the Annual Report for FY 2013-14
(F) Management	49 (IV F)	Yes	Shall be included in the Annual Report for FY 2013-14
(G) Shareholders	49 (IV G)	Yes	Shall be included in the Annual Report for FY 2013-14
V.CEO/CFO Certification	49 (V)	Yes	Shall be included in the Annual Report for FY 2013-14
VI. Report on Corporate Governance	49 (VI)	Yes	Shall be included in the Annual Report for FY 2013-14
VII. Compliance	49 (VII)	Yes	Shall be included in the Annual Report for FY 2013-14

Certified True Copy

For Tecpro Systems Limited

Pankaj Tandon

Pankaj Tandon
General Manager (Corp. Affairs) &
Company Secretary

