

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **SALZER ELECTRONICS LIMITED – Scrip Code: 517059**

Quarter ending : **30.09.2015**

Date: **9.10.2015**

Particulars 1	Clause of 2	Compliance 3	Remarks 4
II. Board of Directors	49 II	Yes	Complied with
(A) Composition of Board	49(IIA)	Yes	Complied with
(B) Independent Directors	49(II B)	Yes	Complied with
(C) Non-executive Directors'	49(II C)	No	Not applicable
(C) Other provisions as to Board and	49(II D)	Yes	Complied with
(D) Code of Conduct	49(II E)	Yes	Complied with
(F) Whistle Blower Policy	49(II F)	Yes	Complied with
III. Audit Committee	49 III		Complied with
(A) Qualified & Independent Audit Committee	49(III A)	Yes	Complied with
(B) Meeting of Audit Committee	49(III B)	Yes	Complied with
(C) Powers of Audit Committee	49(III C)	Yes	Complied with
(D) Role of Audit Committee	49(III D)	Yes	Complied with
(E) Review of information by Audit Committee	49(III E)	Yes	Complied with
IV. Nomination and Remuneration	49(IV)		Complied with
V. Subsidiary Companies	49 (V)	No	does not have any
VI. Risk Management	49(VI)	Yes	Complied with
VII. Related Party Transactions	49(VII)	Yes	Complied with
VIII. Disclosures	49(VIII)	Yes	Complied with
(A) Related Party transactions	49(VIII A)	Yes	Complied with
(B) Disclosure of the Accounting Treatment	49(VIII B)	Yes	Complied with
(C) Remuneration of Directors	49(VIII C)	Yes	Complied with
(D) Management	49(VIII D)	Yes	Complied with
(E) Shareholders	49 (VIII E)	Yes	Complied with
(F) Disclosure of resignation of directors	49 (VIII F)	Yes	Complied with
(G) Disclosure of formal letter of	49 (VIII G)	Yes	Complied with
(H) Disclosures in the Annual report	49 (VIII H)	Yes	Complied with
(F) Proceeds from initial public issues,	49(VIII I)	Yes	Complied with
IX. CEO/CFO Certification	49 (IX)	Yes	will be complied with at
X. Report on Corporate Governance	49 (X)	Yes	will be complied with at
XI. Compliance	49 (XI)	Yes	will be complied with at

****** *The Company does not pay any compensation to the Non Executive Directors except the sitting fees being paid for attending the Board Meeting within the limit as stipulated by the Companies Act, 1956. Hence the Compliance of Clause 49(1B) of the Listing Agreement does not arise. Accordingly, we have indicated as "Not Applicable against the said Clause.*

For SALZER ELECTRONICS LTD

(Sd/-)S.BASKARASUBRAMANIAN
DIRECTOR (CORPORATE AFFAIRS)
& COMPANY SECRETARY