

January 8, 2014

The Manager  
Dept. of Corporate Services  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai – 400 001  
Scrip Code: 513269

The Manager  
Dept. of Corporate Services  
THE NATIONAL STOCK EXCHANGE LTD,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra,  
Mumbai – 400 051  
Symbol: MANINDS

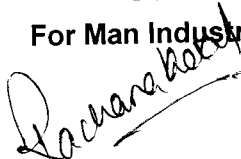
Dear Sirs,

**Sub : Corporate Governance Report for the quarter ended 31<sup>st</sup> December 2013.**

Please find enclosed Corporate Governance Report for the quarter ended 31<sup>st</sup> December 2013.

Kindly acknowledge the receipt and take on record.

Thanking you  
For Man Industries (India) Ltd



**Rachana Kokal**  
**Assistant Company Secretary**  
Encl: a/a

## Quarterly Compliance Report on Corporate Governance

Name of Company: **MAN INDUSTRIES (INDIA) LTD**  
Quarter Ending on: **31<sup>st</sup> December, 2013**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No./N.A.)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	49I		
(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	Complied in the Annual Report for the financial year 2012-13
<b>II. Audit Committee</b>	49(II)	YES	
(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	
<b>III. Subsidiary Companies</b>	49(III)	YES	
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party transactions	49(IVA)	YES	
(B) Accounting Transaction	49(IVB)	YES	
(C) Board Disclosures	49(IVC)	YES	
(D) Proceeds from initial Public issues, right issues, preferential issues etc	49(IVD)	YES	
(E) Remuneration to Directors	49(IVE)	YES	Complied in the Annual Report for the financial year 2012-13
(F) Management	49(IVF)	YES	Complied in the Annual Report for the financial year 2012-13
(G) Shareholders	49(IVG)	YES	

V. CEO/CFO certification	49(V)	YES	Complied in the Annual Report for the financial year 2012-13
VI. Report on Corporate Governance	49(VI)	YES	Complied in the Annual Report for the financial year 2012-13
VII. Compliance	49(VII)	YES	Complied in the Annual Report for the financial year 2012-13

For Man Industries (India) Ltd

*Rachana Kokal*

**Rachana Kokal**  
Assistant Company Secretary

Date: 8<sup>th</sup> January 2014