

**CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30<sup>th</sup> JUNE, 2013**

Name of the Company: **AMD Industries Limited** (Ref Code: AMDIND-NSE, 532828- BSE and Series :EQ)

<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I Board of Directors</b>	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	
<b>II. Audit Committee</b>	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)	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>	49 (III)	Yes	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosures of accounting treatment	49 (IV B)	Yes	
(C) Board Disclosures – Risk Management	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	
(D) Remuneration of Directors	49 (IV E)	Yes	Complied with for the year ended 31.03.2012 and for the year ended 31.03.2013 will be complied in next Annual Report
(E) Management	49 (IV F)	Yes	Complied with for the year ended 31.03.2012 and for the year ended 31.03.2013 will be complied in next Annual Report
(F) Shareholders	49 (IV G)	Yes	Complied with for the year ended 31.03.2012 and for the year ended 31.03.2013 will be complied in next Annual Report
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Complied with for the year ended 31.03.2012 and for the year ended 31.03.2013 will be complied in next Annual Report
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Complied with for the year ended 31.03.2012 and for the year ended 31.03.2013 will be complied in next Annual Report
<b>VII. Compliance</b>	49 (VII)	Yes	Complied with for the year ended 31.03.2012 and for the year ended 31.03.2013 will be complied in next Annual Report