

**CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE, 2012**

Name of the Company: **AMD Industries Limited** (Ref. Code BSE: 532828, NSE-AMDIND 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)	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)	No	Will be complied in Annual Report
(E) Management	49 (IV F)	No	Will be complied in Annual Report
(F) Shareholders	49 (IV G)	No	Will be complied in Annual Report
<b>V. CEO/ CFO Certification</b>	49 (V)	No	Will be complied in Annual Report
<b>VI. Report on Corporate Governance</b>	49 (VI)	No	Will be complied in Annual Report
<b>VII. Compliance</b>	49 (VII)	No	Will be complied in Annual Report

**For AMD Industries Ltd.**

**Managing Director**