

NEIL INDUSTRIES LTD

Regd. Off. : 203 Sarat Bose Road Third Floor, Near Deshpriya Park, Kolkata 700 029

Corp. Off. : 16/19-A, Civil Lines, Kanpur - 208 001

Email : neilil@rediffmail.com - Website : www.neil.co.in

Annexure I B

Quarterly Compliance Report on Corporate Governance

Name of the Company: Neil Industries Limited

Quarter ending on: 31 March 2012

<u>Particulars</u>	<u>Clause of Listing agreement</u>	<u>Compliance Status Yes/No</u>	<u>Remarks</u>
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	YES	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N.A.	NO REMUNERATION HAS BEEN PAID TO ANY NON-EXECUTICE DIRECTOR
(C) Other provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	49 (ID)	YES	
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)	YES	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	YES	


COMPLIANCE OFFICER

Contd.....

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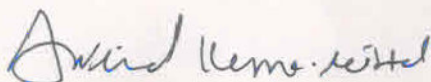
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(E) Remuneration of Directors	49 (IV E)	N/A	NO REMUNRATION HAS BEEN PAID TO ANY DIRECTOR
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
V.CEO/CFO Certification	49 (V)	YES	
VI. Report on Corporate Governance	49 (VI)	YES	
VII. Compliance	49 (VII)	YES	

For Neil Industries Limited



(ARVIND KUMAR MITTAL)
COMPLIANCE OFFICER

Date: 10 April 2012