

# KAISER PRESS

LIMITED


## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

K. K. (Navsari) Chambers, ground floor  
39B, A. K. Nayak Marg,  
Fort, Mumbai 400001  
Phone 22074335 • Fax 22075572  
Email: kaiserpress@vsnl.net

QUARTER ENDING ON : 31 ST DECEMBER 2009

| Particulars   | Clause of Listing agreement | Compliance Status<br>Yes / No | Remarks   |
|---|-----------------------------|-------------------------------|---|
| I. Board of Directors   | 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                           |   |
| II. Audit Committee   | 49 ( II )                   |                               |   |
| ( A ) Qualified & Independent Audit Committee                             | 49 ( IIA )                  | Yes                           |   |
| ( B ) Meeting of Audit Committee  |                             | Yes                           |   |
| ( C ) Powers of Audit Committee   | 49 ( IIB )                  | Yes                           |   |
| 49 ( IIC )  |                             |                               |   |
| ( D ) Role of Audit Committee   | 49 II ( D )                 | Yes                           |   |
| ( E ) Review of Information by Audit Committee                            | 49 ( IIE )                  | Yes                           |   |
| III. Subsidiary Companies   | 49 ( III )                  | N A                           |   |
| IV. Disclosures   | 49 ( IV )                   |                               |   |
| ( A ) Basis of related party transaction                                  | 49 ( IV A )                 | Yes                           |   |
| ( B ) Board Disclosures   | 49 ( IV B )                 | Yes                           |   |
| ( C ) Proceeds from public issues, rights issues, preferential issues etc | 49 ( IV C )                 | Yes                           |   |
| ( D ) Remuneration of Directors   | 49 ( IV D )                 | Yes                           |   |
| ( E ) Management  | 49 ( IV E )                 | Yes                           |   |
| ( F ) Shareholders  | 49 ( IV F )                 | Yes                           | Information has been sent/furnished to the shareholders from time to time                     |
| V. CEO/CFO Certification  | 49 ( V )                    | Yes                           |   |
| VI. Report on Corporate Governance  | 49 ( VI )                   | Yes                           | Complied in the Annual report of the last year and will be complied again in the current year |
| VII. Compliance   | 49 ( VII )                  | Yes                           | Complied in the Annual report of the last year and will be complied again in the current year |

For Kaiser Press Limited

  
B L Arora  
Compliance Officer