

21st February, 2015

To,
General Manager-Listing
BSE Limited,
P. J. Towers, Dalal Street,

MUMBAI - 400 001

Sub: Submission of Revised Corporate Governance Report

Ref: Your mail dated 20.02.2015 regarding discrepancies in the Corporate Governance Report for the quarter ended December, 2014 (Format Mismatch)

Dear Sir,

We are submitting herewith Revised Corporate Governance Report as per Clause 49 of the Listing Agreement in the prescribed format for the quarter ended 31st December 2014.

Please take the same in your record.

Sir, we assure you that in future we will make all the Compliances in terms of listing agreement. In view of this, we request you to not initiate any action on the Company.

Thanking You
Yours faithfully
For **PORWAL AUTO COMPONENTS LIMITED**


SHILPA GULANI
COMPANY SECRETARY
MEMBERSHIP NO. A36005



Regd. Off. & Works :

Plot No. - 209 & 215, Industrial Area, Sector-1, Pithampur - 454775. (M.P.) INDIA

+91 731 405101, 421300 +91 7292 405120

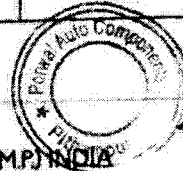
admin@porwalauto.com www.porwalauto.com

CIN-L34300MP1992PLC006912

Quarterly Compliance Report on Corporate Governance

Name of the Company: **PORWAL AUTO COMPONENTS LIMITED**
 Quarter ending on : **31st December, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	YES	
(B) Independent Director	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	N.A.	
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
IV. Nomination and Remuneration Committee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	N.A.	
VII. Related Party Transaction	49 (VII)	YES	



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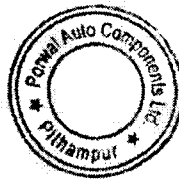
✉ admin@porwalauto.com 🌐 www.porwalauto.com

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VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	
(B) Disclosure of accounting treatment	49 (VIII B)	YES	
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	YES	
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from public issue, Rights Issue, Preferential Issues, etc.	49 (VIII F)	N.A	
IX. CEO/CFO Certification	49 (IX)	YES	Will be complied in Annual Report
X. Report on Corporate Governance	49 (X)	YES	Will be complied in Annual Report
XI. Compliance	49 (XI)	YES	

Place : Pithampur
Dated : 13th January, 2015

For PORWAL AUTO COMPONENTS LIMITED



Shilpa
SHILPA GULANI
COMPANY SECRETARY
MEMBERSHIP NO. A36005