

**Quarterly Compliance Report on Corporate Governance**

Name of the Company : **INTERNATIONAL COMBUSTION (INDIA) LIMITED**

Quarter ending on : **30<sup>th</sup> September, 2015**

Particulars		Clauses of Listing Agreement	Compliance Status (Yes/ No/ N.A.)	Remarks
1		2	3	4
<b>II. Board of Directors</b>		<b>49(II)</b>		
(A)	Composition of Board	<b>49(II A)</b>	Yes	
(B)	Independent Directors	<b>49(II B)</b>	Yes	
(C)	Non-executive Directors' compensation & disclosures	<b>49(II C)</b>	Yes	
(D)	Other provision as to Board and Committees	<b>49(II D)</b>	Yes	
(E)	Code of Conduct	<b>49(II E)</b>	Yes	
(F)	Whistle Blower Policy	<b>49(II F)</b>	Yes	
<b>III. Audit Committee</b>		<b>49(III)</b>		
(A)	Qualified and Independent Audit Committee	<b>49(III A)</b>	Yes	
(B)	Meeting of Audit Committee	<b>49(III B)</b>	Yes	
(C)	Powers of Audit Committee	<b>49(III C)</b>	Yes	
(D)	Role of Audit Committee	<b>49(III D)</b>	Yes	
(E)	Review of Information by Audit Committee	<b>49(III E)</b>	Yes	
<b>IV. Nomination &amp; Remuneration Committee</b>		<b>49(IV)</b>	Yes	



<b>V. Subsidiary Companies</b>		<b>49(V)</b>	N. A.	
<b>VI. Risk Management</b>		<b>49(VI)</b>	Yes	
<b>VII. Related Party Transactions</b>		<b>49(VII)</b>	Yes	
<b>VIII. Disclosures</b>		<b>49(VIII)</b>		
(A)	Related Party Transactions	<b>49(VIII A)</b>	Yes	There have been no material Related Party Transactions during the quarter under review.
[B]	Disclosure of Accounting Treatment	<b>49(VIII B)</b>	Yes	All applicable accounting standards are followed in preparation of financial statements and disclosed in the notes to the Annual Financial Statements.
(C)	Remuneration of Directors	<b>49(VIII C)</b>	Yes	
(D)	Management	<b>49(VIII D)</b>	Yes	
(E)	Shareholders	<b>49(VIII E)</b>	Yes	
(F)	Proceeds from public issues, rights issues, preferential issues etc.	<b>49(VIII F)</b>	N.A.	
<b>IX. CEO/ CFO Certification</b>		<b>49(IX)</b>	Yes	
<b>X. Report on Corporate Governance</b>		<b>49(X)</b>	Yes	
<b>XI. Compliance</b>		<b>49(XI)</b>	Yes	

Place : Kolkata  
Date : 06.10.2015

International Combustion (India) Ltd.

  
Company Secretary