

Annexure I B

Quarterly Compliance Report on Corporate Governance
 Name of the Company: Mather and Platt Fire Systems Limited
 Quarter ended on: **30th September 2013**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	N.A.	None of the directors are paid any compensation
(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 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 Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N. A.	
(E) Remuneration of Directors	49 (IV E)	N. A.	None of the directors are paid any remuneration
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	Will be complied with at next AGM.
V. CEO/CFO Certification	49 (V)	Yes	Will be complied with at next AGM.
VI. Report on Corporate Governance	49 (VI)	Yes	Will be complied with at next Annual Report.
VII. Compliance	49 (VII)	Yes	Will be complied with at next Annual Report.

For Mather and Platt Fire Systems Limited


Vasudev Savalgi
 Company Secretary

