

Compliance Report on Corporate Governance			
Name of the Company : PCS Technology Limited			
Quarter ended : June 30, 2013			
Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	Complied as per provisions of clause 49(IA)
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Complied in the Annual Report 2012-13.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Complied as per provisions of clause 49(IC)
(D) Code of Conduct	49 (ID)	Yes	Complied as provisions of clause 49 (ID)
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	Complied as per provisions of clause 49(IIA)
(B) Meeting of Audit Committee	49 (IIB)	Yes	One for this quarter
(C) Powers of Audit Committee	49 (IIC)	Yes	As per provisions of clause 49(IIC)
(D) Role of Audit Committee	49 (IID)	Yes	As per its terms of reference and clause 49(IID)
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Complied as per provisions of clause 49(IIE)
III. Subsidiary Companies	49 (III)	Yes	Complied as per provisions of clause 49(III)
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Complied in the Annual Report 2012-13
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Complied as per provisions of clause 49(IVB)
(C) Board Disclosures	49 (IV C)	Yes	Complied as per provisions of clause 49(IVC)
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	There was no public issue, right issue or preferential issue in current period.
(E) Remuneration of Directors	49 (IV E)	Yes	Complied as per clause 49(IVE). Prepared and forms part of Annual Report for the year 2012-13.
(F) Management	49 (IV F)	Yes	Complied as per provisions of clause 49(IVB)
(G) Shareholders	49 (IV G)	Yes	Complied in the Annual Report 2012-13
V. CEO/CFO Certification	49 (V)	Yes	Complied in the Annual Report 2012-13.
VI. Report on Corporate Governance	49(VI)	Yes	Complied as per clause 49(VI). Prepared and forms part of Annual Report for the year 2012-13.
VII. Compliance	49 (VII)	Yes	Complied as per clause 49(VI). Prepared and forms part of Annual Report for the year 2012-13.

For PCS Technology Limited



Managing Director & CFO

PCS Technology Limited

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