bajaj corp limited

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company:

BAJAJ CORP LIMITED

Quarter ended:

31st December 2012

| Particulars | Clause of Listing Agreement | Compliance Status Yes / No / N.A. | Remarks |
|--|-----------------------------|---|---------|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 (I) | Yes | |
| (A) Composition of Board | 49 (I A) | Yes | |
| (B) Non-executive Directors' | 49 (I B) | Yes | |
| compensation & disclosure | | | |
| (C) Other provisions as to Board | 49 (I C) | Yes | |
| and Committees | | | |
| (D) Code of Conduct | 49 (I D) | Yes | |
| II. Audit Committee | 49 (11) | Yes | |
| (A) Qualified & Independent Audit Committee | 49 (II A) | Yes | |
| (B) Meeting of Audit Committee | 49 (II B) | Yes | |
| (C) Powers of Audit Committee | 49 (II C) | Yes | |
| (D) Role of Audit Committee | 49 (II D) | Yes | |
| (E) Review of information by Audit Committee | 49 (II E) | Yes | |
| III. Subsidiary Companies | 49 (III) | Yes | |
| IV. Disclosures | 49 (IV) | Yes | |
| (A) Basis of related party transactions | 49 (IV A) | Yes | |
| (B) Disclosure of Accounting treatment | 49 (IV B) | Yes | |
| (C) Board Disclosures | 49 (IV C) | Yes | |
| (D) Proceeds from Public issues, | 49 (IV D) | Yes | |
| Right issues, preferential issues etc. | | | |
| (E) Remuneration of Directors | 49 (IV E) | Yes | |
| (F) Management | 49 (IV F) | Yes | |
| (G) Shareholders | 49 (IV G) | Yes | : |
| V. CEO/CFO Certification | 49 (V) | Yes | |
| VI. Report on Corporate Governance | 49 (VI) | Yes | |
| VII. Compliance | 49 (VII) | Yes | |

For Bajaj Corp Limited

Sujoy Sircar

Company Secretary

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