


Quarterly Compliance Report on Corporate Governance

Name of the Company: Hawkins Cookers Limited

Quarter Ending on : March 31, 2013

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A)	Remarks
<b>I. Board of Directors</b>	<b>49 I</b>		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	a) Annual affirmation of Code of Conduct for the year ending 31 <sup>st</sup> March is not applicable in this quarter. It will be complied with in the next quarter. b) CEO declaration shall be given in the Annual Report for the year 2012-13.
<b>II. Audit Committee</b>	<b>49 II</b>		
(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(IID)	Yes	
(E) Review of Information by Audit Committee	49(IIE)	Yes	Management discussion and Analysis will be reviewed in the next Audit Committee Meeting.
<b>III. Subsidiary Companies</b>	<b>49 III</b>	N.A.	
<b>IV. Disclosures</b>	<b>49 IV</b>		
(A) Basis of related party transaction	49 (IVA)	Yes	
(B) Disclosure of Accounting Treatment	49(IVB)	N.A. for this quarter	Disclosure under this Clause, if any, will be made in the Annual Report for the year 2012-13.
(C) Board Disclosures	49 (IVC)	Yes	
(D) Proceeds from Public Issues, Rights Issues. Preferential Issues etc.	49 (IVD)	N.A.	
(E) Remuneration of Directors	49 (IVE)	N.A. - for this quarter	Disclosure will be made in the Annual Report for the year 2012-13.
(F) Management	49 (IVF)	N.A. - for this quarter	Management Discussion and Analysis for 2012-13 will form part of the Annual Report for that year.
(G) Shareholders	49 (IVG)	Yes	
<b>V. CEO/CFO Certification</b>	<b>49 (V)</b>	N.A. - for this quarter	CEO/CFO certification shall form part of the Annual Report for 2012-13.
<b>VI. Report on Corporate Governance</b>	<b>49 (VI)</b>	N.A. - for this quarter	Corporate Governance Report for 2012-13 will form part of the Annual Report for that year.
<b>VII. Compliance</b>	<b>49 (VII)</b>	N.A. - for this quarter	Auditors' Certificate regarding Corporate Governance will be annexed to the Directors' Report in the Annual Report for 2012-13.

For Hawkins Cookers Limited

  
 Mrs. Hutoxi Bhesania  
 Company Secretary