

Name of the Company : **India Motor Parts & Accessories Limited**  
 Quarter ending on : **30.06.2014**

Symbol – **IMPAL**  
 Series – **EQ**

| Particulars   | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks   |
|---|-----------------------------|----------------------------|---|
| <b>I. Board of Directors</b>  | 49 I                        |                            |   |
| (A) Composition of Board  | 49 (IA)                     | No                         | Consequent to the change in status of Ms.Shobhana Ramachandhran from "Independent Director" to "Non-Independent Director" effective 28 <sup>th</sup> May 2014, the company has initiated steps to appoint Additional Directors. |
| (B) Non-executive Directors' Compensation & disclosures                   | 49 (IB)                     | YES                        | -   |
| (C) Other provisions as to Board & Committees                             | 49 (IC)                     | YES                        | -   |
| (D) Code of Conduct   | 49 (ID)(i)<br>49 (ID)(ii)   | YES<br>YES                 | -<br>-  |
| <b>II. Audit Committee</b>  | 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 (IID)                    | YES                        | -   |
| (E) Review of Information by Audit Committee                              | 49 (IIE)                    | YES                        | The information as applicable are being placed at the Audit Committee Meetings  |
| <b>III. Subsidiary Companies</b>  | 49(III)                     | Not applicable             | -   |
| <b>IV. Disclosures</b>  | 49(IV)                      |                            |   |
| (A) Basis of related party transactions                                   | 49(IVA)                     | YES                        | -   |
| (B) Disclosure of Accounting Treatment                                    | 49(IVB)                     | Not applicable             | -   |
| (C) Board disclosures- Risk Management                                    | 49(IVC)                     | YES                        | -   |
| (D) Proceeds from Public Issues, rights issues, Preferential issues etc., | 49(IVD)                     | Not applicable             | -   |
| (E) Remuneration of Directors   | 49(IVE)                     | YES                        | -   |
| (F) Management  | 49(IVF)                     | YES                        | -   |
| (G) Shareholders  | 49(IVG)                     | YES                        | -   |
| <b>V. CEO/CFO Certification</b>   | 49(V)                       | YES                        | -   |
| <b>VI. Report on Corporate Governance</b>                                 | 49(VI)                      | YES                        | -   |
| <b>VII. Compliance</b>  | 49(VII)                     | YES                        | -   |

For **INDIA MOTOR PARTS & ACCESSORIES LIMITED**

*S Kalyanaraman*  
**S KALYANARAMAN**  
 COMPANY SECRETARY & COMPLIANCE OFFICER

