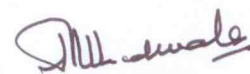


REPORT ON CORPORATE GOVERNANCE

Name of the Company : MIRC ELECTRONICS LIMITED
For the quarter ended : March 31, 2014

Particulars	Clause of the Listing Agreement	Compliance Status Yes/ No	Remarks
I. Board of Directors	49 I	Yes	-
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-Executive Directors compensation and Disclosures	49 (IB)	Yes	-
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
II. Audit Committee	49 (II)	Yes	-
(A) Qualified and Independent Audit Committee	49 (IIA)	Yes	-
(B) Meetings 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 the Audit Committee	49 (IIE)	Yes	-
III. Subsidiary Companies	49 (III)	Yes	-
IV. Disclosures	49 (IV)	Yes	-
(A) Basis of related party transactions	49 (IVA)	Yes	-
(B) Disclosure of Accounting treatment	49 (IVB)	Yes	-
(C) Board Disclosures	49 (IVC)	Yes	-
(D) Proceeds from Public Issues, Rights Issues, Preferential Allotments etc.	49 (IVD)	N.A.	-
(E) Remuneration of Directors	49 (IVE)	Yes	-
(F) Management	49 (IVF)	Yes	-
(G) Shareholders	49 (IVG)	Yes	-
V. CEO/ CFO Certification	49 (V)	Yes	-
VI. Report on Corporate Governance	49 (VI)	Yes	-
VII. Compliance	49 (VII)	Yes	-

For MIRC Electronics Limited



Aashay Khandwala
Head - Corporate Affairs,
Legal & Company Secretary

Date : 10/04/2014

Place : Mumbai