



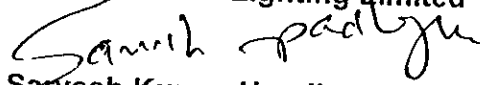
HELLA India Lighting Ltd.  
6A, 6th Floor, Platinum Tower  
184, Udyog Vihar Phase-I  
Gurgaon-122016  
Haryana, India

**Quarterly Compliance Report on Corporate Governance**

Name of the Company : Hella India Lighting Limited  
Quarter ending on : 31<sup>st</sup> March 2014  
Tels: +91-124-4658600  
+91-124-4658699  
www.hella.co.in

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49(1)		
(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	
<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 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	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 Hella India Lighting Limited

  
Sarvesh Kumar Upadhyay  
Company Secretary

CIN: L74899DL1959PLC003126

Plant : Ambala Chandigarh Highway, Derabassi-140504 (Punjab)

Works at : Khewat No. 240/220, Kila No. 17/6, Badsahi Road, Surat Nagar -II, Gurgaon - 122001 (Haryana)