



Pentokey Organy (India) Limited

15th October, 2015

To,
The Listing Department/Department of Corporate Services
Bombay Stock Exchange Limited (BSE)
P. J. Towers, Dalal Street,
Mumbai - 400001

Sub: Quarterly Listing Compliances for the Quarter ended 30th September, 2015.


Dear Sir/Madam,

We hereby enclose Corporate Governance under Clause -49 for the Quarter ended as per the Listing Agreement.

Please acknowledge and take the above on records.

Thanking you,

Yours faithfully,
For Pentokey Organy (India) Limited


Company Secretary

Encl.: As above

Regd. Office : Somaiya Bhavan, 45/47, Mahatma Gandhi Road, Fort, Mumbai - 400 001. INDIA.
Tel.: (91-22) 22048272 / 22875792 Fax : (91-22) 22047297 / 22043303 www.pentokey.com

Factory: D1/1, MIDC, Lote Parshuram, Tal. Khed, Dist. Ratnagiri, Maharashtra, Pin: 415 722
Phone: 02356-273078/79 Fax: 02356-272119



CIN No.: L24116MH1986PLC041681

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement for the quarter ended 30.09.2015:

**Name of Company: Pentokey Organy (India) Ltd. Security code 524210
Quarter ending on: 30.09.2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 II		
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	YES	
(D) Other Provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	Will be complied in the Annual report for the Financial Year 2015-2016
(F) Whistle Blower Policy	49 (IIF)	YES	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
IV. Nomination and Remuneration Committee	49(IV)	YES	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	YES	
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIIIA)	N.A.	The transactions are within sanctioned limits approved by Audit Committee, Board of Directors and

			shareholders of the Company for the current financial year
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A	Will be complied in the Annual report for the Financial Year 2015-2016.
(C) Remuneration of Directors	49 (VIII C)	YES	Will be complied in the Annual report for the Financial Year 2015-2016.
(D) Management	49 (VIII D)	YES	Will be complied in the Annual report for the Financial Year 2015-2016.
(E) Shareholders	49 (VIII E)	YES	Will be complied in the Annual report for the Financial Year 2015-2016.
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	N.A. for this quarter	
IX. CEO/CFO Certification	49 (IX)	YES	Will be complied in the Annual report for the Financial Year 2015-2016.
X. Report on Corporate Governance	49 (X)	YES	Will be complied in the Annual report for the Financial Year 2015-2016.
XI. Compliance	49 (XI)	YES	Will be complied in the Annual report for the Financial Year 2015-2016.

For Pentokey Organy (India) Limited,


Company Secretary

Date: 15.10.2015
Place: Mumbai