

July 15, 2013

Listing Department
Bombay Stock Exchange Limited
Floor 25 P J Towers
Dalal Street
Mumbai 400 001

Dear Sir / Madam,

Sub: Submission of Compliance under Clause 49 of the Listing Agreement relating to Corporate Governance

Please find enclosed the Quarterly Compliance Report on Clause 49 of the Listing Agreement relating to Corporate Governance for the quarter ended June 30, 2013.

Please acknowledge.

Thanking you

Yours truly,

For **HINDUJA FOUNDRIES LIMITED**



Govind M Joshi
Company Secretary

CC

Listing Department
The Madras Stock Exchange Limited
Exchange Building
No.30, 2nd Line Beach
Chennai 600 001

Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Plot no. C/1, G Block
Bandra – Kuria Complex
Bandra (E)
Mumbai 400 051

HINDUJA FOUNDRIES LIMITED

Corporate Office : 477-482, Anna Salai, Khivraj Complex II, 7th Floor, Nandanam, Chennai-600 035.
Phone : 044-42016742, 42013548, Fax : 044-42021443 Website : www.hindujafoundries.com
Regd. Office : Kathivakkam High Road, Ennore, Chennai - 600 057.

Quarterly Compliance Report on Corporate Governance

Name of the Company : Hinduja Foundries Limited

Quarter ending on : June 30, 2013

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
I. Board of Directors	49 (1)		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provision as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49(II)		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of Audit Committee	49(II B)	Yes	
(C) Powers of Audit Committee	49(II C)	Yes	
(D) Role of Audit Committee	49(II D)	Yes	
(E) Review of information by Audit Committee	49(II E)	Yes	
III. Subsidiary Companies	49(III)	N.A.	
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes)	Already disclosed for FY 2011-12, as part of the Annual Report.
(F) Management	49 (IV F)	Yes)	
(G) Shareholders	49 (IV G)	Yes)	
V. CEO/CFO Certification	49 (V)	Yes)	
VI. Report on Corporate Governance	49(VI)	Yes)	For FY 2012-13. the same will be complied in the next Annual Report.
VII. Compliance	49(VII)	Yes)	

// Certified True Copy //

For HINDUJA FOUNDRIES LIMITED


GOVIND M. JOSHI
 Company Secretary