



# PHOENIX

## PHOENIX LAMPS LIMITED

(Formerly known as Halonix Limited)

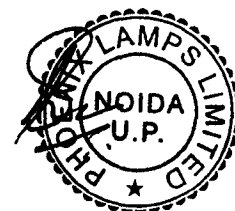
Regd. Office :  
59-A, NOIDA SPECIAL ECONOMIC ZONE,  
PHASE-II, NOIDA, DISTT. GAUTAM BUDH NAGAR,  
PIN CODE-201 305, UTTAR PRADESH, INDIA  
PH. NO.: +91-120-4012222  
FAX : +91-120-2582943  
Website : www.phoenixlamps.co.in  
E-mail : phoenix@phoenixlamps.co.in  
(CIN-L31500UP1991PLC012944)

### Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: PHOENIX LAMPS LIMITED

Quarter ending on: 31-03-2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	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	The code of conduct is uploaded on the website of the Company.
(F) Whistle Blower Policy	49 (IIF)	Yes	The policy is uploaded on the website of the Company.
<b>III. Audit Committee</b>	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	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	The policy for determining 'material' subsidiaries is disclosed on the Company's website and shall be disclosed in the Annual Report, wherever required.
<b>VI. Risk Management</b>	49 (VI)	Yes	Clause 49 (VI C) is not applicable to the Company.
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	Details of all material transactions with related party (ies) on YTD basis is provided as an annexure to this Clause 49 and the RPT Policy is disclosed on the website of the
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Will be complied in the next Annual Report.
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied in the next Annual Report.





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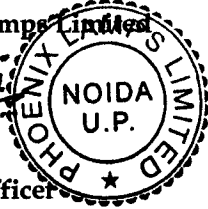
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(D) Management	49 (VIII D)	Yes	Will be complied in the next Annual Report.
(E) Shareholders	49 (VIII E)	Yes	Will be complied with at the AGM.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the next Annual Report.
XI. Compliance	49 (XI)	Yes	Will be complied in the next Annual Report.

For Phoenix Lamps Limited

*Aditya Rungta*  
Aditya Rungta  
Compliance Officer



**Annexure as required under Clause 49 (VIII A)  
Detail of material transactions with Related Parties**

1	LUXLITE LAMPS SARL	Sales	5,881,248	446,868,284
2	TRIFA LAMPS GERMANY GmbH	Sales	6,245,931	484,011,194
	TRIFA LAMPS GERMANY GmbH	Standby Letter of Credit *	18,00,000	121,518,720

\* Conversion rate 1 Euro= INR 67.5104 (RBI Ref. Rate dated 31.03.2015)

NOTE: The above figures are based on the unaudited financials of the Company, for year to date ended March 2015 and shall be subject to year end adjustments.

