

Name of the Company : Phoenix Lamps Limited

Quarter ending on : 31-Dec-2013

| Particulars | Clause of Listing agreement | Compliance Status Yes/No |
|--|------------------------------------|---------------------------------|
| I. Board of Directors | 49 I | - |
| (A) Composition of Board | 49 I A | Yes |
| (B) Non-executive Director's Compensation and disclosures | 49 I B | Yes |
| (C) Other provisions as to Board and Committees | 49 I C | Yes |
| (D) Code of Conduct | 49 I D | Yes |
| II. Audit Committee | 49 II | - |
| (A) Qualified and Independent Audit Committee | 49 II A | 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. (I) Subsidiary Companies | 49 III | Yes |
| 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 | NA |
| (E) Remuneration of Directors | 49 IV E | Yes |
| (F) Management | 49 IV F | Yes |
| (G) Shareholders | 49 IV G | Yes |
| V. (V) CEO/CFO Certification | 49 V | Yes |
| VI. (I) Report on Corporate Governance | 49 VI | Yes |
| VII. (I) Compliance | 49 VII | Yes |