

3rd January, 2014

The Executive Director

Corporate Relationship Department
Bombay Stock Exchange Limited
Floor no.25, PJ Towers,
Dalal Street,
Mumbai – 400 001

Sub: Submission of Corporate Governance Report

Ref: Clause 49 of the Listing Agreement.

Stock Code: 505250

Dear Sir,

With reference to above, please find enclosed herewith the “Report on Corporate Governance” of **G. G. Dandekar Machine Works Limited** as per clause 49 of the Listing Agreement for the quarter ended on 31st December, 2013.


This is for your information and record.

Kindly acknowledge the receipt of the same.

Thanking You

Yours truly,

For **G. G. Dandekar Machine Works Limited**


(Saurabh Somani)
Company Secretary & Compliance Officer



Regd. Office & Factory :
B-211/1, MIDC Butibori Industrial Area,
Kinhi Village, Tah. Hingna,
Dist. Nagpur - 441122 (Maharashtra)
Tel. : (07104) 667300
Fax : (07104) 667302
Website : www.ggdandekar.com

Factory :
Dandekar Wadi, Bhiwandi - 421 30
Dist. Thane, Mumbai (INDIA)
Tel. : (0252) 229870, 229871
Fax : (0252) 229873
Website : www.ggdandekar.com

Quarterly Compliance Report on Corporate Governance

Name of the Company: G. G. Dandekar Machine Works Limited

Quarter ending on: 31st December, 2013

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I		-----
(A) Composition of Board	49 I (A)	Yes	-----
(B) Non-executive Directors' Compensation & 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	See Note 1
II. Audit Committee	49 II		-----
(A) Qualified & 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. 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 – Risk Management	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	See Note 1
(F) Management	49 IV (F)	Yes	See Note 1
(G) Shareholders	49 IV (G)	Yes	See Note 1
V. CEO/CFO Certification	49 V	Yes	See Note 1
VI. Report on Corporate Governance	49 VI	Yes	See Note 1
VII. Compliance	49 VII	Yes	See Note 1



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