

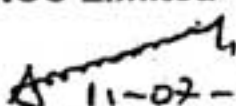
**Format of Quarterly Compliance Report on Corporate Governance**

Name of the Company :NCC Limited  
 Quarter ended :30-06-2012

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I	Yes*	-
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-executive Directors compensation & disclosures	49 (IB)	Yes	Applicable provisions will also be complied with at the AGM and in Annual Report
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
<b>II. Audit Committee</b>	49 (II)	Yes	-
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIB)	Yes	-
(C) Powers of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
<b>III. Subsidiary Companies</b>	49 (III)	Yes	-
<b>IV. Disclosures</b>	49 (IV)	Yes	-
(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, right issues Preferential issues etc.	49 (IV D)	Not Applicable	No issue has been done during the quarter
(E) Remuneration of Directors	49 (IV E)	Yes	Will be complied in the Annual Report
(F) Management	49 (IV F)	Yes	Will be complied in the Annual Report
(G) Shareholders	49 (IVG)	Yes	Will be complied with as and when applicable and at the AGM
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	-
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Will be complied in the Annual Report
<b>VII. Compliance</b>	49 (VII)	Yes	Will be complied in the Annual Report

\*vacancy caused by resignation of Sri A J Jaganathan, Independent Director will be filled up within the time frame stipulated under clause 49 of the Listing Agreement.

For NCC Limited

  
 11-07-2012  
**M V Srinivasa Murthy**  
 Company Secretary & Vice President (L)