

Quarterly Compliance Report on Corporate Governance.

Name of the Company: **G.G. AUTOMOTIVE GEARS LIMITED**

Quarter Ending on: **31ST MARCH, 2011.**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I	Yes	--
A) Composition of Board	49(IA)	Yes	--
B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	--
C) Other provisions as to Board and Committees	49 (IC)	Yes	--
D) Code of Conduct	49 (ID)	Yes	--
II. Audit Committee	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	--
III. Subsidiary Companies	49 (III)	"N.A."	--
IV. Disclosures	49 (IV)	Yes	--
A)Basis of related party transactions	49 (IVA)	"N.A"	--
B) Board Disclosures	49 (IV B)	Yes	--
C) Proceeds from Public Issues, Right issues and preferential Issues.	49 (IV C)	"N.A."	--
D) Remuneration of Directors.	49 (IV D)	Yes	--
E) Management	49 (IV E)	Yes	--
F) Shareholders	49 (IV F)	Yes	--
V. CEO/CFO Certification	49 (V)	Yes	--
VI. Report on Corporate Governance	49 (VI)	Yes	--
VII. Compliance	49 (VII)	Yes	--

For G.G. AUTOMOTIVE GEARS LIMITED

Sd/-

**RAM GAJRA
(COMPLIANCE OFFICER)**

Date: 2nd April, 2011.

Place: Mumbai.