

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

Name of the Company : **BIL ENERGY SYSTEMS LIMITED**  
 Quarter ending on : **31<sup>ST</sup> MARCH, 2015**

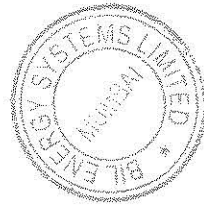
Particulars	Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
<b>Board of Directors</b>	49 (II)		
1) Composition of Board	49 (IIA)	Yes	-
2) Independent Directors	49 (IIB)	Yes	-
3) Non-executive Directors' compensation & disclosures	49 (IIC)	N.A.	No sitting fees are paid to the Independent Directors. The required disclosures were complied in the Annual Report for the Financial Year 2013-14.
4) Other provisions as to Board and Committees	49 (IID)	Yes	-
5) Code of Conduct	49 (IIE)	Yes	-
6) Whistle Blower Policy	49 (IIF)	Yes	-
<b>Audit Committee</b>	49 (III)		
1) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
2) Meeting of Audit Committee	49 (IIIB)	Yes	-
3) Powers of Audit Committee	49 (IIIC)	Yes	-
4) Role of Audit Committee	49 (IIID)	Yes	-
5) Review of Information by Audit Committee	49 (IIIE)	Yes	-
<b>Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>Subsidiary Companies</b>	49 (V)	N.A.	
<b>Risk Management</b>	49 (VI)	Yes	
<b>I. Related Party Transactions</b>	49 (VII)	Yes	Disclosed in the Annual Report for the Year 2013-14.
<b>III. Disclosures</b>	49 (VIII)		
1) related party transactions	49 (VIII A)	Yes	Disclosed in the Annual Report for the Year 2013-14.
2) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Disclosed in the Annual Report for the Year 2013-14.
3) Remuneration of Directors	49 (VIII C)	Yes	Disclosed in the Annual Report for the Year 2013-14.
4) Management	49 (VIII D)	Yes	Disclosed in the Annual Report for the Year 2013-14.



F) Shareholders	49 (VIII E)	Yes	Disclosed in the Annual Report for the Year 2013-14.
F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	-
K. CEO/ CFO Certification	49 (IX)	Yes	Disclosed in the Annual Report for the Year 2013-14.
L. Report on Corporate Governance	49 (X)	Yes	Disclosed in the Annual Report for the Year 2013-14 and are also uploaded on the Company's website.
M. Compliance	49 (XI)	Yes	Disclosed in the Annual Report for the Year 2013-14

For BIL ENERGY SYSTEMS LIMITED

  
**KESAVAN MUDAKKARAPPILLIL SUGATHAN**  
**DIRECTOR**  
**DIN: 00269892**



Dated: 9<sup>th</sup> April, 2015