



HELLA India Lighting Ltd.
6A, 6th Floor, Platinum Tower
184, Udyog Vihar Phase-I
Gurgaon-122016
Haryana, India

Tel: +91-124-4658600
Fax: +91-124-4658699

www.hella.co.in

CIN: L/4899DL1959PLC003126

9th April 2015

Bombay Stock Exchange Limited,
Phiroze Jeejeeboy Towers,
Dalal Street,
Mumbai – 400001

Sub: Corporate Governance Report for the quarter ended 31st March 2015

Dear Sir,

Pursuant to clause 49 of the Listing Agreement, please find enclosed herewith Corporate Governance Report for the quarter ended on 31st March 2015.

Please take note of the same in your records.

Thanking you,

Yours faithfully,
For Hella India Lighting Limited (Scrip ID: 520026)


Shikhar Goel
Company Secretary

Enclsd: a/a



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Quarterly Compliance Report on Corporate Governance

Name of the Company : **Hella India Lighting Limited**
Quarter ending on : **31st March 2015**

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Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49(II B)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IFE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	No*	
VII. Related Party Transactions	49 (VII)	No*	
VIII. Disclosures	49 (VIII)		
(A) Basis of related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A.	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

*Company is under delisting process.

For Hella India Lighting Limited


Shikhar Goel
Company Secretary

Plant : Ambala Chandigarh Highway, Derabassi-140504 (Punjab)

Works at : Khewat No. 240/220, Kila No. 17/6, Badsahi Road, Surat Nagar -II, Gurgaon - 122001 (Haryana)

Regd. Office : B-13, Badarpur Extension, New Delhi - 110044