AUTO PINS (INDIA) LTD.

2776, Pyarelal Motor Market, Kashmiri Gate, Delhi - 110006 Tel. Nos.: +91-11-23978748 Tel/Fax: +91-11-23978748 e-mail: autopins@vsnl.com

QUATERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Auto Pins (India) Ltd.

Quarter Ending on : 31st March, 2011

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remark |
|---|-----------------------------------|--------------------------------|--|
| I. Board of Directors | 49 I | Yes | |
| (A) Composition of Board | 49 (I A) | Yes | |
| (B) Non-executive Directors' | 49 (I B) | Yes | |
| compensation and disclosures | | | |
| (C) Other provisions as to Board and | 49 (I C) | Yes | |
| Committees | 12 (2 - 2) | | |
| (D) Code of Conduct | 49 (I D) | Yes | |
| II. Audit Committee | 49 II | Yes | |
| (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 | Yes | |
| (A) Basis of related party transactions | 49 (IV A) | N.A. | |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | N.A. | |
| (C) Board Disclosures | 49 (IV C) | Yes | |
| (D) Proceeds from public issues, | 49 (IV D) | Yes | |
| rights issues, preferential issues etc. | | | |
| (E) Remuneration of Directors | 49 (IV E) | Yes | Will be complied in the |
| | | | next Annual Report |
| (F) Management | 49 (IV F) | Yes | Will be complied in the |
| (0) 01 1 11 | 40 (114 0) | 2/ | next Annual Report |
| (G) Shareholders | 49 (IV G) | Yes | 7.7777 |
| V. CEO/CFO Certification | 49 V | Yes | Will be complied in the next Annual Report |
| VI. Report on Corporate | 49 VI | Yes | Will be complied in the |
| Governance | | | next Annual Report |
| VII. Compliance | 49 VII | Yes | Will be complied in the next Annual Report |