

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**NAME OF THE COMPANY:** PACE AUTOMATION LIMITED  
**QUARTER ENDING ON:** 01.10.2011 to 31.12.2011

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	--
(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)	Not applicable	--
<b>IV. Disclosures</b>	49(IV)	Yes	--
(A) Basis of related party transactions	49(IVA)	Yes	--
(B) Disclosure of Accounting treatment	49 (IVB)	Yes	No differential accounting treatment followed.
(C) Board disclosures	49(IVC)	Yes	--
(D) Proceeds from Public issues, rights issues, preferential issues etc.	49(IVD)	Not applicable	--
(E) Remuneration of Directors	49(IVE)	Yes	Will be disclosed in the next Annual Report
(F) Management	49(IVF)	Yes	Will be disclosed in the next Annual Report
(G) Shareholders	49(IVG)	Yes	Will be disclosed in the next Annual Report
<b>V. CEO/CFO CERTIFICATION</b>	49(V)	Yes	Will be disclosed in the next Annual Report
<b>VI. Report on Corporate Governance</b>	49(VI)	Yes	Will be disclosed in the next Annual Report
<b>VII. Compliance</b>	49(VII)	Yes	Will be disclosed in the next Annual Report

For PACE AUTOMATION LIMITED

 