

**ASTRA MICROWAVE PRODUCTS LIMITED**

Regd. Office : ASTRA Towers, Survey No. 12(P), Kothaguda Post,

Kondapur, Hitechcity, Hyderabad, Andhra Pradesh, INDIA - 500084.

Tel : +91-40-30618000, 30618001. Fax : +91-40-30618048

E-mail : info@astramp.com, website : www.astramp.com

Quarterly Compliance Report on Corporate Governance

Name of the Company: Astra Microwave Products Limited

Quarter ending on : 31.12.2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/NA	Remarks
II Board of Directors	49 II		
(A) Composition of Board	49(IIA)	No	We have total of 10 Directors, consisting of 5 Executive, 5 Non-Executive and 3 Independent Directors. The Chairman was a Non-Executive.
(B) Independent Directors	49 (IIB)	YES	Performance evaluation and Separate Meetings of Independent Directors will be completed before approval of accounts for the financial year 2014-15.
(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 (IIE)	YES	
F) Whistle Blower Policy	49 (IIF)	No	Will be approved in the month of January, 2015
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 III(D)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
IV. Nomination and Remuneration Committee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	YES	
VI. Risk Management	49 (VI)	No	Will be complied in the month of January, 2015
VII. Related Party Transactions	49 (VII)	NA	No Related Party transactions during the quarter
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	No	Will be complied in the month of January, 2015
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	
(C) Remuneration of Directors	49 (VIII C)	YES	Will be disclosed in the next Annual Report.



Works :

Unit 1 : Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., A.P. - 502325

Unit 2 : Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., A.P. - 502325

Unit 3 : Sy. No. 1/1, Imarath Kancha, Raviryala (Vil), Maheshwaram (Mdl) R.R. Dist., A.P. - 500 005

Unit 4 : Plot No.18 to 21, Imarath Kancha, Hardware Park, Raviryala (Vil), Maheshwaram (Mdl) R.R. Dist., A.P. - 500 005





(D) Management	49 (VIII D)	YES	Will be complied in the next Annual Report.
(E) Shareholders	49 (VIII E)	YES	Will be complied with at the AGM.
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIII F)	N.A	No proceeds received from public issues etc.,
IX.CEO/CFO Certification	49 (IX)	YES	Will be complied in the next Annual Report.
X. Report on Corporate Governance	49 (X)	YES	Will be complied in the next Annual Report.
XI. Compliance	49 (XI)	YES	Will be complied with at the AGM.

For Astra Microwave Products Ltd.

A handwritten signature in black ink, appearing to read 'T. Anjaneyulu', is positioned above the printed name.

T. Anjaneyulu
Company Secretary