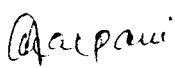
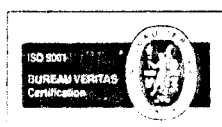




# International Conveyors Limited

Registered Office : 10, Middleton Row  
Post Box No. 9282, Kolkata - 700 071  
Phone : +91-33-2229 6033 / 1768  
Fax No. : +91-33-2217 2269  
Mail : icltd@iclbelling.com  
Url : iclbelling.com

| <b>Quarterly Compliance Report on Corporate Governance</b>               |                                    |                                   |  |
|--|------------------------------------|-----------------------------------|--|
| <b>Name of the Company :</b> International Conveyors Limited             |                                    |                                   |  |
| <b>Quarter ending on :</b> December 31, 2012                             |                                    |                                   |  |
| <b>Particulars</b>   | <b>Clause of Listing Agreement</b> | <b>Compliance Status (Yes/No)</b> | <b>Remarks</b>   |
| 1  | 2                                  | 3                                 | 4  |
| <b>I Board of Directors</b>  | <b>49 (I)</b>                      |                                   |  |
| (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>  | <b>49 II</b>                       |                                   |  |
| (A) Qualified and independent Audit committee                            | 49 (IIA)                           | YES                               |  |
| (B) Meetings 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>  | <b>49 (III)</b>                    | YES                               |  |
| <b>IV Disclosures</b>  | <b>49 (IV)</b>                     |                                   |  |
| (A) Basis of related party transactions                                  | 49 (IVA)                           | YES                               |  |
| (B) Disclosure of Accounting Treatment                                   | 49 (IVB)                           | YES                               |  |
| (C) Board Disclosures  | 49 (IVC)                           | YES                               |  |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD)                           | N.A.                              |  |
| (E) Remuneration of Directors  | 49 (IVE)                           | YES                               |  |
| (F) Management   | 49 (IVF)                           | YES                               |  |
| (G) Shareholders   | 49 (IVG)                           | YES                               | Maheshwari Datamatics Pvt Ltd. is the Registrar & ShareTransfer Agents of our Company who possesses the database of the shareholders of the Company. |
| <b>V CEO/CFO Certification</b>   | <b>49 (V)</b>                      | YES                               |  |
| <b>VI Report on Corporate Governance</b>                                 | <b>49 (VI)</b>                     | YES                               |  |
| <b>VII Compliance</b>  | <b>49 (VII)</b>                    | YES                               |  |
|  |                                    |                                   | <b>For International Conveyors Limited</b>   |
| <b>Place: Kolkata</b>  |                                    |                                   |    |
| <b>Date: January 12, 2013</b>  |                                    |                                   | <b>Company Secretary</b>   |



Works : E-39, M.I.D.C. Area, Chikalthana  
Aurangabad - 431 210 (Maharashtra)