# Voluntary Secretarial Compliance Certificate

CIN: L72300PN1990PLC056696

The Members
Persistent Systems Limited,
'Bhageerath', 402, Senapati Bapat Road, Pune 411 016

I have examined the registers, records, books and papers of Persistent Systems Limited (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder, Equity Listing Agreement (Listing Agreement) with Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) and also the provisions contained in the Memorandum and Articles of Association of the Company for the period from April 1, 2010 to March 31, 2011. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year

- 1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded;
- 2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies and the Central Government, within the time prescribed under the Act and the rules made there under;
- 3. The Board of Directors duly met 4 (Four) times on April 23, 2010, July 21, 2010, October 21, 2010 and January 20, 2011 in respect of which proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose of including the circular resolutions passed;
- 4. The Audit Committee of the Board of Directors duly met 4 (Four) times on April 21, 2010, July 20, 2010, October 20, 2010 and January 19, 2011 in respect of which proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose;

The Chairman of the Audit Committee is an Independent Director. Composition of the Audit Committee was as per Section 292A of the Act and Clause 49 of the Listing Agreement.

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	Sr. No.	Date of Meeting	Composition of Audit Committee as on the date of the Meeting
	1.	April 21, 2010	2 (Two) Independent Directors, 1 (One) Non-Executive Director
	2.	July 20, 2010	1 (One) Independent Director, 1 (One) Non-Executive Director
	3.	October 20, 2010#	2 (Two) Independent Directors, 1(One) Non-Executive Director
	4.	January 19, 2011	2 (Two) Independent Directors, 1 (One) Non-Executive Director

# In terms of clause 49 (II)(B) of the Listing Agreement, 2 Independent Directors need to be present to form a quorum for the Audit Committee Meeting. At the Audit committee meeting held on October 20, 2010, Mr. P. B. Kulkarni, Chairman of the Audit Committee attended the meeting through tele-conference and Mr. Kiran Umrootkar, Independent Director and Mr. S. P. Deshpande, Non-Executive Director attended the meeting in person.

- 5. The Shareholders' / Investors' Grievance Committee of the Board of Directors did not have a meeting during the period under report. However, certain decisions were taken by passing the resolutions by circulation. The said resolutions were subsequently ratified by the Board at its next meeting. The Committee consists of 1 (One) Chairman and Managing Director, 2 (Two) Independent Directors and 1 (One) Non-Executive Director as on date;
- 6. The Executive Committee of the Board of Directors did not have a meeting during the period under report. However, certain decisions were taken by passing the resolution by circulation on March 4, 2011 and March 10, 2011 and were subsequently ratified by the Board at its next meeting. The Committee constitutes of 1 (One) Chairman and Managing Director, 2 (Two) Independent Directors and 1 (One) Non-Executive Director as on date;
- 7. The Nomination and Governance Committee of the Board of Directors duly met 3 (Three) times on April 21, 2010, July 21, 2010 and January 20, 2011 in respect of which proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. However, certain decisions were taken by passing the resolution by circulation on October 2, 2010 and were subsequently ratified by the Board at its next meeting;



The Composition of Nomination and Governance Committee as on the date of the meeting were as follows

Sr. No.	Date of Meeting	Composition of Nomination and Governance Committee as on the date of the Meeting
1.	April 21, 2010	3 (Three) Independent Directors
2.	July 21, 2010	2 (Two) Independent Directors
3.	January 20, 2011	4 (Four) Independent Directors

8. The Compensation Committee (erstwhile Remuneration Committee) of the Board of Directors duly met 2 (Two) times on April 23, 2010 and January 20, 2011 in respect of which proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. However, certain decisions were taken by passing the resolution by circulation and were subsequently ratified by the Board at its next meeting.

The Composition of Compensation Committee as on the date of meeting was as follows

Sr. No.	Date of Meeting	Composition of Compensation Committee as on the date of the Meeting
1.	April 23, 2010	2 (Two) Independent Directors and 1 (One) Non-Executive Director
2.	January 20, 2011	3 (Three) Independent Directors

- 9. No extra ordinary general meeting was held during the period under report;
- 10. The Annual General Meeting of the Company for the financial year ended on March 31, 2010 was held on July 20, 2010, in respect of which proper notice was given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose;
- 11. The Company had closed its Register of Members and Share Transfer Books on May 5, 2010 and February 2, 2011 (Book Closure) to ascertain names of shareholders for the payment of interim dividend for the Financial Year 2009-10 and financial year 2010-11, respectively and had fixed July 19, 2010 as the Record Date to ascertain names of shareholders for the payment of final dividend for the financial year 2009-10;
- 12. The Company has deposited the amount of dividends declared in a financial year in a separate bank account within five days from declaration of such dividends;
- 13. The Company has paid / posted warrants for dividends to all the members within period of 30 (Thirty) days from the date of declaration of dividend and unpaid dividend has been transferred to separate bank account after completion of 37 days from declaration of such dividends;
- 14. The Company has duly complied with the requirements of section 217 of the Act;
- 15. The Company has not advanced any amount as loan to its Directors and / or persons or firms or companies referred in the section 295 of the Act;
- 16. The Company has not entered into any contract attracting the provisions of section 297 of the Act during the period under report;
- 17. The Company has made necessary entries in the register maintained under section 301 of the Act;
- 18. The Company had made an application to the Central Government, the Ministry of Corporate Affairs on October 29, 2010 under Section 212(8) of the Act for the exemption sought from attaching the Directors' Report, Auditors' Report, Balance Sheet and Profit and Loss Account of its subsidiary Companies to the Balance Sheet of the Company for the financial year 2010-11. The Company received an has approval from the Central Government vide Letter No. 47/13/2011 CL-III dated January 20, 2011;
- 19. The Company had made an application in terms of Section 314(1B) of the Companies Act, 1956, to the Ministry of Corporate Affairs on December 25, 2009 seeking its approval for an enhancement in the limits for payment of remuneration within which the Board of Directors may grant increments from time to time to Mrs. Chitra Hemadri Buzruk, relative of Dr. Anand Deshpande, Chairman and Managing Director and Mr. S. P. Deshpande, Director.
  - The Company had received an approval for the said enhancement in the limits for payment of remuneration within which the Board of Directors may grant increments upto an amount of ₹ 12,57,000. However, it was noted that an amount of ₹ 12,57,000 was the current remuneration of Mrs. Buzruk for the Financial Year 2009-10 and the Company through its application had applied for higher amount of remuneration for approval from the Central Government.

The Company immediately made an application for modification in the approval letter received from the Central Government. The revised letter of approval from the Central Government was awaited.

- 20. During the period under review, the Company has approved transfer of 4,94,051 equity shares from PSPL ESOP Management Trust to respective employees pursuant to exercise of vested stock options;
- 21. The Board of Directors and the Audit Committee of the Board of Directors of the Company are duly constituted.
  - With the resignation of Mr. Ram Gupta, Independent Director of the Company on June 8, 2010, the Company was required to appoint one Non-Executive Independent Director as per the regulations for composition of Audit Committee as per section 292A of the Companies Act, 1956 and as per the regulations for composition of Audit Committee as per Clause 49 of the Listing Agreement. As per Clause 49 of the Listing Agreement, the Composition of the Audit Committee is required to be reinstated within a period of 180 days. The Company appointed Mr. Kiran Umrootkar and Mr. Prakash Telang as the Independent Directors on August 19, 2010. The re-constitution of the Audit Committee as per Section 292A of the Companies Act, 1956 and the Listing Agreement requirements was reported to be done on October 5, 2010 by nominating Mr. Kiran Umrootkar, Independent Director on the Audit Committee of the Board of Directors of the Company. Also, the Company has appointed Dr. Dinesh Keskar as an Independent Director with effect from October 29, 2010;
- 22. The Company has not appointed Managing Director / Whole-time Director during the financial year. However, the Company complies provisions of Section 269 read with Schedule XIII of the Act for the existing appointment of the Managing Director;
- 23. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder;
- 24. Disclosures made by all Directors under Section 299 of the Act and declarations under Sec. 274(1)(g) of the Act were available for inspection;
- 25. The Company has not issued any securities during the period under report;
- 26. The Company has not bought back any securities during the period under report;
- 27. The amount borrowed by the Company from banks during the period under report, is within the borrowing limits of the Company;
- 28. The Company has made investments in other bodies corporate in compliance with the provisions of the Act;
- 29. The Company has not altered the provisions of the Memorandum of Association with respect to situation of the Company's registered office from one state to another during the period under report;
- 30. The Company has not altered the provisions of the Memorandum of Association with respect to the objects of the Company during the period under report;
- 31. The Company has not altered the provisions of the Memorandum of Association with respect to the name of the Company during the period under report;
- 32. The Company has not altered the provisions of the Memorandum of Association with respect to share capital of the Company during the period under report and complied with the provisions of the Act;
- 33. The Company has not altered its Articles of Association; and
- 34. There is no prosecution initiated against the Company for alleged offences under the Act.
- a. The Company received a Notice from the Registrar of Companies, Maharashtra, Pune (RoC) vide Notice No. MH/20052006/043105/1085 dated June 17, 2010 for default under section 159/166/210/220 for the financial year 2005-06.

It was observed that there was no such non-compliance. Accordingly, the Company had replied to the above mentioned Notice by a letter bearing No. PSL / Corp Secretarial / 2010-11 dated June 22, 2010 followed by eForm 61 filed on June 22, 2010 providing the necessary proof of filing the Annual Return and Balance Sheet / Profit and Loss Account for the financial year ended March 31, 2006.

The RoC withdrew the said Notice by its letter ref no: ROCP/CLSS&EES/2010/2458 dated July 21, 2010 and stated that the notice was sent inadvertently.



The Company received a notice from the Bombay Stock Exchange Limited (BSE) dated November 4, 2010 for noncompliance with clause 49 of the Listing Agreement in terms of submission of quarterly compliance report for quarter ended September 30, 2010.

It is observed that there was no such non-compliance. The said compliance report had been filed by the Company through its letter dated October 14, 2010 and accordingly the Company replied to the abovementioned Notice by a letter dated November 23, 2010 along with the copy of the report submitted.

> Shridhar S. Kulkarni **Company Secretary** FCS 5631; CP No. 3950

Date: April 18, 2011

Place: Pune

#### ANNEXURE 'A'

Registers as maintained by the Company

#### A. Statutory Registers

Sr. No.	Name of the Register	Maintained Under Section
1.	Register of Charges	143
2.	Register of Members	150
3.	Minutes Books (Board, Committee and General Meetings)	193
4.	Register of Contracts	301
5.	Register of Directors	303
6.	Register of Directors' Shareholding	307
7.	Register of Buy Back of Securities	Rule 11
8.	Register of Investments	372A

#### Other Registers

Sr. No.	Name of the Register Maintained
1. Register for transfer and transmission of shares	
2.	Directors' attendance register
3.	Members' attendance register
4.	Register for application and allotment of shares

ANNEXURE 'B'
Forms and Returns as filed by the Company with the Registrar of Companies during the year ending on March 31, 2011

Sr. No.	Form No / Return	Filed For	Filed u/s	Date of Event	Date of Filling	Whether filed with in the prescribed time
1	e-Form 2	Allotment of 41,39,000 Equity Shares (see Note 1)	75	March 30, 2010	April 13, 2010	Yes
2	e-Form 23AC and 23ACA	Balance Sheet and Profit & Loss Account for the year ending March 31, 2010	220	July 20, 2010	August 13, 2010	Yes
3	e-Form 32	Change in designation of Dr. Promod Haque from Nominee Director to Non-executive Director	303(2)	April 23, 2010	May 20, 2010	Yes
4	e-Form 62	Intimation to the Registrar of Companies of change in the designation of Mr. Vivek Sadhale	NA	April 23, 2010	May 10, 2010	Yes
5	e-Form 23	Payment of remuneration to Dr. Anand Deshpande for financial year 2010-11	269 read with 198, 309, 310	April 23, 2010	May 23, 2010	Yes
6	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	May 29, 2010	June 5, 2010	Yes
7	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	June 2, 2010	June 5, 2010	Yes
8	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	June 8, 2010	June 18, 2010	Yes
9	e-Form 32	Resignation of Mr. Ram Gupta from Directorship of Company	303(2)	June 8, 2010	July 5, 2010	Yes
10	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	June 15, 2010	June 18, 2010	Yes
11	e-Form 61	Reply to ROC Notice No. MH/20052006/043105/1085 dated June 17, 2010 for default under section 159/166/210/220	159/166/ 210/220	June 17, 2010	June 22, 2010	Yes
12	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	July 06, 2010	August 03, 2010	Yes
13	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	July 13, 2010	August 12, 2010	Yes



PERSISTENT

Sr. No.	Form No / Return	Filed For	Filed u/s	Date of Event	Date of Filling	Whether filed with in the prescribed time
14	e-Form 20B	Annual Return as on July 20, 2010 being the date of AGM	159	July 20, 2010	August 26, 2010	Yes
15	15 e-Form 23 Approval of ESOP - X Scheme for grant of Stock Options to eligible employees / Directors of the Company and its subsidiaries		192	July 20, 2010	July 27, 2010	Yes
16	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	July 21, 2010	August 20, 2010	Yes
17	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	July 27, 2010	August 25, 2010	Yes
18 e-Form 62		Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	July 28, 2010	August 25, 2010	Yes
19	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	August 03, 2010	August 25, 2010	Yes
the PSPL ESOP to transfer fror		Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	August 11, 2010	September 10, 2010	Yes
21	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	August 17, 2010	September 13, 2010	Yes
22	e-Form 32	Appointment of Mr. Kiran Umrootkar and Mr. Prakash Telang as the Additional Directors of the Company	260/303(2)	August 19, 2010	August 26, 2010	Yes
23	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	August 24, 2010	September 13, 2010	Yes
24	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	September 07, 2010	September 13, 2010	Yes
25	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	September 14, 2010	September 17, 2010	Yes

Sr. No.	Form No / Return	Filed For	Filed u/s	Date of Event	Date of Filling	Whether filed with in the prescribed time
26	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	September 21, 2010	October 11, 2010	Yes
27	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	October 05, 2010	October 11, 2010	Yes
28	e-Form 23AAB	Application for exemption from attaching the annual accounts of the subsidiary companies	212(8)	NA	October 29, 2010	NA
29	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	October 13, 2010	November 10, 2010	Yes
30	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	October 21, 2010	November 10, 2010	Yes
31	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	October 26, 2010	November 10, 2010	Yes
32	e-Form 32	Appointment of Dr. Dinesh Keskar as an Additional Director of the Company	260 / 303 (2)	October 29, 2010	November 18, 2010	Yes
33	e-Form 32	Resignation of Mr. Promod Haque from Directorship of the Company	303(2)	November 1, 2010	November 9, 2010	Yes
34	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	November 4, 2010	November 10, 2010	Yes
35	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	November 6, 2010	November 10, 2010	Yes
36	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	November 10, 2010	November 29, 2010	Yes
37	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	November 11, 2010	November 29, 2010	Yes



Sr. No.	Form No / Return	Filed For	Filed u/s	Date of Event	Date of Filling	Whether filed with in the prescribed time
38	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	November 15, 2010	November 29, 2010	Yes
39	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	November 24, 2010	November 29, 2010	Yes
40	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	December 7, 2010	December 21, 2010	Yes
41	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	December 14, 2010	December 21, 2010	Yes
42	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	December 15, 2010	December 21, 2010	Yes
43	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	December 24, 2010	January 24, 2011	Yes
44	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	December 28, 2010	January 27, 2011	Yes
45	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	January 06, 2011	February 04, 2011	Yes
46	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	January 12, 2011	February 11, 2011	Yes
47	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	January 27, 2011	February 25, 2011	Yes
48	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	January 31, 2011	March 02, 2011	Yes

Sr. No.	Form No / Return	Filed For	Filed u/s	Date of Event	Date of Filling	Whether filed with in the prescribed time
49	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	February 08, 2011	March 10, 2011	Yes
50	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	February 17, 2011	March 18, 2011	Yes
51	e-Form 62	Reduction in the beneficial holding of the PSPL ESOP Management Trust due to transfer from Trust to the employees on exercising the vested options	187C	February 23, 2011	March 25, 2011	Yes

Note 1: This form was required to be re-submitted by the Company on May 6, 2010 due to some technical issues in earlier Form filed on April 13, 2010

Details of filing made with the Stock Exchanges under the Listing Agreement, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 and the SEBI (Prohibition of Insider Trading) Regulations, 1992 during the year ending on March 31, 2011

Sr. No.	Particulars	Clause of Listing Agreement	Quarter / Event	Date of Filling	Whether filed with in the prescribed time
1	Closure of Transfer Books	Clause 16	March 2010 - Interim Dividend	April 16, 2010	Yes
			June 2010 - Final Dividend	June 17, 2010	Yes
			December 2010 - Interim Dividend	December 29, 2010	Yes
2	Declaration of Dividend	Clause 19	March 2010 - Interim Dividend	April 23, 2010	Yes
			June 2010 - Final Dividend	June 17, 2010	Yes
			December 2010 - Interim Dividend	December 29, 2010	Yes
			March 2011	March 24, 2011	Yes
3	Proceedings of the Board Meeting	Clause 20	March 2010	April 23, 2010	Yes
			June 2010	July 21, 2010	Yes
			September 2010	October 21, 2010	Yes
			December 2010	January 20, 2011	Yes
4	Declaration of Dividend	Clause 21	March 2010 - Interim Dividend	April 16, 2010	Yes
			June 2010 - Final Dividend	June 17, 2010	Yes



Sr. No.	Particulars	Clause of Listing Agreement	Quarter / Event	Date of Filling	Whether filed with in the prescribed time
5	Change in Directorate	Clause 30	June 9, 2010	June 9, 2010	Yes
			August 19, 2010	August 19, 2010	Yes
			November 1, 2011	November 2, 2011	Yes
6	Proceeding of the Annual General Meeting for the financial year 2009-10	Clause 31	July 20, 2010	July 20, 2010	Yes
7	Soft copy of Annual Report to the Stock Exchanges	Clause 31	July 20, 2010	September 1, 2010	Yes
8	Shareholding Pattern	Clause 35	March 2010	April 15, 2011	Yes
			June 2010	July 14, 2010	Yes
			September 2010	October 5, 2010	Yes
			December 2010	January 6, 2011	Yes
9	Significant events	Clause 36	February 2, 2011	February 2, 2011	Yes
			March 4, 2011	March 4, 2011	Yes
10	Intimation of Board	Clause 41	March 2010	April 7, 2010	Yes
	meeting		June 2010	April 17, 2010	Yes
			September 2010	September 21, 2010	Yes
			December 2010	December 29, 2010	Yes
			March 2011	March 24, 2011	Yes
11	Intimation on Publishing the financial results in the newspapers	Clause 41 (VI) (b) (i)	March 2010	April 15, 2010	Yes
12	Proceedings of the	Clause 41	March 2010	April 23, 2010	Yes
	Board Meeting		June 2010	July 21, 2010	Yes
			September 2010	October 21, 2010	Yes
			December 2010	January 20, 2011	Yes
13	Financial Statements for	Clause 41	March 2010	April 23, 2010	Yes
	the Quarter		June 2010	July 21, 2010	Yes
			September 2010	October 21, 2010	Yes
			December 2010	January 20, 2011	Yes
14	Press Release regarding	N.A.	March 2010	April 23, 2010	Yes
	Financial Results		June 2010	July 21, 2010	Yes
			September 2010	October 21, 2010	Yes
			December 2010	January 20, 2011	Yes
15	Filing of Certificate from	Clause 47 (c)	March 2010	April 23, 2010	Yes
	Practicing Company Secretary for transfer of shares		September 2010	October 16, 2010	Yes
16	Fact Sheet	N.A.	March 2010	April 23, 2010	Yes

### Focused on Growth

Sr. No.	Particulars	Clause of Listing Agreement	Quarter / Event	Date of Filling	Whether filed with in the prescribed time
			June 2010	July 21, 2010	Yes
			September 2010	October 21, 2010	Yes
			December 2010	January 20, 2011	Yes
17	Compliance Report on	Clause 49 (VI)	March 2010	April 15, 2010	Yes
	Corporate Governance		June 30, 2010	July 15, 2010	Yes
			September 2010	October 14, 2010	Yes
			December 2010	January 6, 2011	Yes
18	Filing of Certificate from of Practicing Company Secretary for reconciliation share capital	Clause 55A and (1) of the SEBI (Depositories Participants) Regulations, 1996	March 2010	April 23, 2010	Yes
			June 2010	July 23, 2010	Yes
			September 2010	October 14, 2010	Yes
			December 2010	January 14, 2010	Yes
19	Disclosure pursuant to Regulation 8(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997	Regulation 8(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997	July 5, 2010	July 7, 2010	Yes
			July 19, 2010	July 30, 2010	Yes
			February 2, 2011	February 24, 2011	Yes
20	Disclosure by a Director for change in shareholding	Regulation 13(4) of SEBI (Prohibition of Insider Trading) Regulations, 1992	September 23, 2010	September 23, 2010	Yes
			October 1, 2010	October 1, 2010	Yes
21	Disclosure by newly joined Director	Regulation 13(2) of SEBI (Prohibition of Insider Trading) Regulations, 1992	August 19, 2010	September 6, 2010	Yes
			October 29, 2010	December 2, 2010	Yes

Date: April 18, 2011 Place: Pune

Shridhar S. Kulkarni Company Secretary FCS 5631; CP No. 3950