

Annexure – XI to the Listing Agreement

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : SAURASHTRA CEMENT LIMITED

Quarter ended on : 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remark
II. Board of Directors	49(II)		
(A) Composition of Board	49(IIA)	Yes	.....
(B) Independent Directors	49(IIB)	Yes	.....
(C) Non- executive Director's 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)	Yes	.....
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(IIID)	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)	Yes	.....
VII. Related Party Transactions	49(VII)	Yes	.....
VIII. Disclosures	49(VIII)		
(A) Related party Transactions	49(VIIIA)	Yes	.....
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	.....
(C) Remuneration of Directors	49(VIIIC)	Yes	.....
(D) Management	49(VIIID)	Yes	.....
(E) Shareholders	49(VIIIE)	Yes	.....
(I) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIII I)	N.A.	.....
IX. CEO/CFO Certification	49(IX)	Yes	.....
X. Report on Corporate Governance	49(X)	Yes	.....
XI. Compliance	49(XI)	Yes	.....

For SAURASHTRA CEMENT LIMITED



SONALI SANAS

VICE-PRESIDENT (LEGAL) & CO. SECRETARY