



# Sharda Motor Industries Ltd.

SMIL: BSE/LA/14-15/1201-1  
General Manager  
Department of Corporate Services  
BSE Limited  
Pheroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
Fax No. 22723719/3121/2037/2039/2041/2061

12<sup>th</sup> January, 2015

IN DUPLICATE

**SCRIP CODE: 535602**

**SUB: COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE  
QUARTER ENDED 31<sup>ST</sup> DECEMBER, 2014**

Dear Sir,

Pursuant to Clause 49 of the Listing Agreement, please find enclosed herewith Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> December' 2014.

This is for your information and records. Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,  
For **SHARDA MOTOR INDUSTRIES LTD.**

**NITIN VISHNOTI**  
Company Secretary  
Encl: a/a

**Regd. Office : D-188, Okhla Industrial Area, Phase-I, New Delhi - 110 020 (INDIA)**

**Tel.: 91-11-47334100, Fax : 91-11-26811676**

**E-mail : [smil@shardamotor.com](mailto:smil@shardamotor.com), Website : [www.shardamotor.com](http://www.shardamotor.com)**

**CIN NO-L74899DL1986PLC023202**



# Sharda Motor Industries Ltd.

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

For The Quarter Ended 31<sup>st</sup> December, 2014

Name of the Company : SHARDA MOTOR INDUSTRIES LTD.  
Quarter ending on : 31<sup>st</sup> December, 2014

Particular	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
1	2	3	4
<b>II. Board of Directors</b>	49 (II)	Yes	Complied with.
(A) Composition of Board	49 (IIA)	Yes	Composition of the Board remained in accordance of Clause 49(II A) during quarter under review.
(B) Independent Directors	49 (IIB)	Yes	Complied with.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	All fees/compensation is being given as per Clause 49(II C). The Company has not issued any stock option during quarter under review.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Complied with.
(E) Code of Conduct	49 (IIE)	Yes	Complied with.
(F) Whistle Blower Policy	49 (IIF)	Yes	Complied with.
<b>III. Audit Committee</b>	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Composition of the audit Committee remains in accordance of Clause 49(IIA).
(B) Meeting of Audit Committee	49 (IIIB)	Yes	One Committee Meeting has been held during the quarter under report.
(C) Powers of Audit Committee	49 (IIIC)	Yes	The Audit Committee is exercising its powers in accordance of Clause 49(IIIC).
(D) Role of Audit Committee	49 (IIID)	Yes	The Audit Committee is functioning strictly as per Clause 49(IIID)
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Requisite information is being review regularly by Audit Committee.
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	Complied with.
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	None
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	Complied with.







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<b>VIII. Disclosures</b>	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	All Related Parties Transactions are being place regularly before the audit committee meeting as are being disclosed regularly in Annual Report of the Company
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	The Company is Complying with all accounting standards which are presently applicable to Company in preparation of annual statement.
(C) Remuneration of Directors	49 (VIII C)	Yes	For the Financial year 2014-15 will be complied in Annual Report of 2014-15.
(D) Management	49 (VIII D)	Yes	For the Financial year 2014-15 will be complied in Annual Report of 2014-15.
(E) Shareholders	49 (VIII E)	Yes	For the Financial year 2014-15 will be complied in Annual Report of 2014-15.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	The Company has not made any public issue, right issue, preferential issue etc, during the quarter under review.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Complied with.
<b>X. Report on Corporate Governance</b>	49(X)	Yes	Report on Corporate Governance has been given in Annul Report of the Company for the year 2013-14.  Quarterly compliance report on Corporate Governance is being regularly submitted to stock exchange within the prescribed time limit.
<b>XI. Compliance</b>	49 (XI)	Yes	Complied with.

For **SHARDA MOTOR INDUSTRIES LTD.**

  
**NITIN VISHNOI**

(Company Secretary & Compliance Officer)

Date: 12/01/2015

Place: New Delhi