



Sharda Motor Industries Ltd.

SMIL: BSE/LA/14-15/1304-1

13th April, 2015

General Manager
Department of Corporate Services
BSE Limited
Pheroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Fax No. 22723719/3121/2037/2039/2041/2061

IN DUPLICATE

SCRIP CODE: 535602

**SUB: COMPLIANCE REPORT ON CORPORATE GOVERNANCE AND
SHAREHOLDING PATTERN FOR THE QUARTER ENDED 31ST
MARCH, 2015**

Dear Sir,

Pursuant to Clause 49 and 35 of the Listing Agreement, please find enclosed herewith;

1. Compliance Report on Corporate Governance for the quarter ended 31st March' 2015.
2. Shareholding Pattern for the quarter ended 31st March' 2015.

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

Thanking you,

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


Nitin Vishnoi
Company Secretary
Encl: a/a



Sharda Motor Industries Ltd.

Annexure - XI to the Listing Agreement Quarterly Compliance Report on Corporate Governance

Name of the Company : Sharda Motor Industries Limited

Quarter ending on : 31st March' 2015

Date: 13.04.2015

So. No.	Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II.	Board of Directors	49 (II)		
(A)	Composition of Board	49(IIA)	Yes	Complied with.
(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 till now.
(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.
III	Audit Committee	49 (III)	Yes	Complied with.
(A)	Qualified & Independent	49 (IIIA)	Yes	Complied with.
(B)	Meeting of Audit Committee	49 (IIIB)	Yes	Complied with.
(C)	Powers of Audit Committee	49 (IIIC)	Yes	Complied with.
(D)	Role of Audit Committee	49 (IIID)	Yes	Complied with.
(E)	Review of Information by Audit Committee	49 (IIIE)	Yes	Requisite information is being reviewed regularly by Audit Committee.
IV.	Nomination and Remuneration Committee	49 (IV)	Yes	Complied with.
V.	Subsidiary Companies	49 (V)	N.A.	

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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, Website : www.shardamotor.com

CIN NO-L74899DL1986PLC023202





Sharda Motor Industries Ltd.

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VI.	Risk Management	49 (VI)	Yes	Complied with.
VII.	Related Party Transactions	49 (VII)	Yes	All Related Parties Transactions are regularly being placed before the Audit Committee meetings and also being disclosed in Annual Report of the Company.
VIII.	Disclosures	49 (VIII)	Yes	Complied with.
(A)	Related party transactions	49 (VIII A)	Yes	Complied with.
(B)	Disclosure of Accounting Treatment	49 (VIII B)	Yes	Complied with.
(C)	Remuneration of Directors	49 (VIII C)	Yes	Complied with.
(D)	Management	49 (VIII D)	Yes	Forms Part of Annual Report
(E)	Shareholders	49 (VIII E)	Yes	Forms Part of Annual Report
(F)	Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX.	CEO/CFO Certification	49 (IX)	Yes	CEO/CFO Certification Forms Part of Annual Report
X.	Report on Corporate Governance	49 (X)	Yes	Forms Part of Annual Report
XI.	Compliance	49 (XI)	Yes	Forms Part of Annual Report

For Sharda Motor industries Limited


Nitin Vishnoi

Company Secretary and Compliance Officer

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