

**Quarterly Compliance Report on Corporate Governance**

**Name of the Company : Shrenuj & Company Limited**

**Quarter ending on : 30<sup>th</sup> June, 2015**

Particulars	Clause of listing Agreement	Compliance status Yes/No	Remarks
1	2	3	4
<b>II. Board of Directors</b>	49 II	Yes	
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	The Board has revised and adopted a Code of Conduct for Directors and Senior Management Personnel at its meeting held on 23 <sup>rd</sup> May, 2014 and posted on the website of the Company. Declaration about the compliance of the same will be made in the 33 <sup>rd</sup> Annual Report of the Company.
(F) Whistle Blower Policy	49 (IIF)	Yes	Whistle blower policy of the Company was adopted by the Company w.e.f. 1 <sup>st</sup> January, 2014 and audit committee reviews the functioning of Whistle Blower Mechanism at regular intervals.
<b>III. Audit Committee</b>	49 (III)	Yes	
(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	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiaries Companies</b>	49 (V)	Yes	



<b>VI. Risk Management</b>	49 (VI)	Yes	Revised Risk Management Policy was approved by the Risk Management Committee on 20 <sup>th</sup> March, 2015 and report on risk management & minimization is being placed before the Board on regular basis.
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	Prior approval of audit committee obtained for related party transactions and statement of transactions with related parties are regularly placed before the audit committee.
<b>VIII. Disclosures</b>	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	The Audit Committee has given its prior approval for all related party transactions which will be undertaken for the FY 2015-16 and said transactions are being placed periodically before the Audit Committee for noting.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	will be complied in the 33 <sup>rd</sup> Annual Report of the Company.
(D) Management	49 (VIII D)	Yes	will be complied in the 33 <sup>rd</sup> Annual Report of the Company.
(E) Shareholders	49 (VIII E)	Yes	will be complied at the 33 <sup>rd</sup> AGM scheduled to be held on 12 <sup>th</sup> August, 2015.
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIII F)	Yes	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	will be complied in the 33 <sup>rd</sup> Annual Report of the Company.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	will be complied in the 33 <sup>rd</sup> Annual Report of the Company.
<b>XI. Compliance</b>	49 (XI)	Yes	will be complied in the 33 <sup>rd</sup> Annual Report of the Company.

