

**Quarterly Compliance Report on Corporate Governance**

**Name of the Company : Shrenuj & Company Limited**  
**Quarter ending on : 31<sup>st</sup> March, 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 was made in the 32 <sup>nd</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 / Board/ shareholder 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 2014-15 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	was compiled in the 32 <sup>nd</sup> Annual Report of the Company.



(D) Management	49 (VIII D)	Yes	was complied in the 32 <sup>nd</sup> Annual Report of the Company.
(E) Shareholders	49 (VIII E)	Yes	was complied at the 32 <sup>nd</sup> AGM held on 11 <sup>th</sup> August, 2014.
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIII F)	Yes	
IX. CEO/CFO Certification	49 (IX)	Yes	was complied in the 32 <sup>nd</sup> Annual Report of the Company.
X. Report on Corporate Governance	49 (X)	Yes	was complied in the 32 <sup>nd</sup> Annual Report of the Company.
XI. Compliance	49 (XI)	Yes	was complied in the 32 <sup>nd</sup> Annual Report of the Company.



**SHRENUJ & COMPANY LIMITED**

Details of all Material transaction with related parties in the ordinary course of business for the Third quarter from 1<sup>st</sup> October, 2014 to 31<sup>st</sup> December, 2014 duly approved by Audit Committee, Board and Shareholders and noted at the Audit Committee Meeting held on 12<sup>th</sup> February, 2015

Sr. No.	Parties	Interested Directors	Sale of goods/consumables			Purchase of goods/consumables	Unsecured Loan given	Unsecured Loan received	Services provided/ Interest Received	Services Received/ Interest/ Rent Paid	Purchase of Fixed Asset
			On consignment	Export/Local Sale							
1	Shrenuj & Company Limited (Jewellery Division - Seepz)	Shrenuj USA LLC	Shri Nihar N. Parikh	48,16,691	1,97,86,373						
2	Shrenuj & Company Limited (Jewellery Division - Seepz)	Shrenuj Jewelry (Far East) Ltd.	Shri Shreyas K. Doshi Shri Nihar N. Parikh Shri Vishal S Doshi	13,24,94,123	34,55,262						
3	Shrenuj & Company Limited (Jewellery Division - Tardco)	Shrenuj DMCC - Dubai	Shri Shreyas K. Doshi Shri Vishal S. Doshi		15,34,471						
4	Shrenuj & Company Limited (Shrenuj Gems & Jewellery Ltd)	Shrenuj USA LLC	Shri Nihar N. Parikh	26,34,51,410	3,30,38,051			2,97,078			
5	Shrenuj & Company Limited (Shrenuj Gems & Jewellery Ltd)	Shrenuj Jewelry (Far East) Ltd.	Shri Shreyas K. Doshi Shri Nihar N. Parikh Shri Vishal S Doshi	5,43,95,278	1,83,64,983				1,23,558		
6	Shrenuj & Company Limited (Shrenuj Gems & Jewellery Ltd)	Shrenuj DMCC - Dubai	Shri Shreyas K. Doshi Shri Vishal S. Doshi		13,75,297						
7	Shrenuj & Company Limited (Shrenuj Diamonds Ltd)	Shrenuj Jewelry (Far East) Ltd.	Shri S. K. Doshi N.N. Parikh Shri Vishal S Doshi	9,64,19,048							
8	Shrenuj & Company Limited (Diamond Division - H.O.)	Shrenuj DMCC - Dubai	Shri Shreyas K. Doshi Shri Vishal S. Doshi	12,87,123	24,63,84,750	35,11,40,178					
9	Shrenuj & Company Limited (Diamond Division - H.O.)	Shrenuj N V	Shri Shreyas K. Doshi	1,06,11,951	16,89,24,218	25,72,81,624					
10	Shrenuj & Company Limited (Diamond Division - H.O.)	Shrenuj Far East Ltd.	Shri Shreyas K. Doshi Shri Nihar N. Parikh Shri Vishal S Doshi	(68,63,610)	17,92,95,866	7,12,39,438					

