

**Quarterly Compliance report on Corporate Governance**

Name of the Company : Star Ferro and Cement Limited

Quarter ended : March 31, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49 (II)	-	
(A) Composition of Board	49 (II A)	Yes	
(B) Independent Directors	49 (II B)	Yes	
(C) Non-executive Director's Compensation and disclosures	49 (II C)	Yes	The Company is not paying any compensation to Non-Executive Directors except Sitting Fees for Board/Committee Meetings
(D) Other provisions as to Board and Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	
<b>III. Audit Committee</b>	49 (III)	-	
(A) Qualified and Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	(49 III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)	-	
(A) Related party transactions	49(VIII A)	Yes	
(B) Disclosure of Accounting treatment	49(VIII B)	Yes	
(C) Remuneration of Directors	49(VIII C)	Yes	
(D) Management	49(VIII D)	Yes	
(E) Shareholders	49(VIII E)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49(VIII I)	NA	The Company has not made any Public Issue, Right Issue, Preferential Issues etc.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	

Kolkata  
11<sup>th</sup> April, 2015

For Star Ferro and Cement Limited

  
Debabrata Thakurta  
Company Secretary

