

HIND ISPAT LIMITED

Regd. Office: - E - 102, Jhulelal Apartments, Road No. 44, Pitampura, New Delhi - 110034

Corporate Identification Number: - L27109DL1985PLC021183

E Mail ID: - hindispat@yahoo.in; Website: www.hindispat.com; Tel/Fax: 011-32317238

Annexure - XI to the Listing Agreement

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : HIND ISPAT LTD
Quarter ending on : 31st March, 2015

| 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 | Optimum Combination of Executive, Non-Executive and Independent Directors in Board |
| (B) Independent Directors | 49 (IIB) | Yes | Optimum Combination of Independent Directors in Board |
| (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 laid down and implement a code of conduct for all Board members and senior management personnel of the Company. The Code of Conduct has been posted on the Website of the Company also. |
| (F) Whistle Blower Policy | 49 (IIF) | Yes | Complied |
| III. Audit Committee | 49 (III) | Yes | --- |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | Yes | The Audit Committee is chaired by an Independent Director and all the members of the Audit Committee are qualified and financially literate. |
| (B) Meeting of Audit Committee | 49 (IIIB) | Yes | The gap between two meetings does not exceed 4 months. |
| (C) Powers of Audit Committee | 49 (IIIC) | Yes | --- |
| (D) Role of Audit Committee | 49 (IIID) | Yes | --- |
| (E) Review of Information by Audit | 49 (IIIE) | Yes | --- |



| | | | |
|---|-------------|------|---|
| Committee | | | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | Will be disclosed in the Next Annual Report of the Company |
| V. Subsidiary Companies | 49 (V) | N.A. | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | |
| VIII. Disclosures | 49 (VIII) | Yes | --- |
| (A) Related party transactions | 49 (VIII A) | Yes | Will be disclosed in the Next Annual Report of the Company. |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | Will be disclosed in the Next Annual Report of the Company |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | Will be disclosed in the Next Annual Report of the Company |
| (D) Management | 49 (VIII D) | Yes | Will be disclosed in the Next Annual Report of the Company |
| (E) Shareholders | 49 (VIII E) | Yes | Will be disclosed in the Next Annual Report of the Company |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIII F) | Yes | Will be disclosed in the Next Annual Report of the Company |
| IX. CEO/CFO Certification | 49 (IX) | Yes | Will be disclosed in the Next Annual Report of the Company |
| X. Report on Corporate Governance | 49 (X) | Yes | Will be disclosed in the Next Annual Report of the Company |
| XI. Compliance | 49 (XI) | Yes | Will be disclosed in the Next Annual Report of the Company |

FOR HIND ISPAT LTD

**RAKESH KUMAR
DIRECTOR**

DATE: 03.04.2015

PLACE: NEW DELHI