

## Quarterly Compliance Report on Corporate Governance

Name of the Company : **Punjab Alkalies & Chemicals Limited**

Quarter Ending on : **31<sup>st</sup> December, 2014**

Sr. No.	Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
II.	<b>Board of Directors</b>	<b>49 (II)</b>		
	(A) Composition of Board	49(II) (A)	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.
	(B) Independent Directors	49(II) (B)	Yes	-
	(C) Non-Executive Directors' compensation and disclosures	49(II) (C)	Yes	The Non-Executive Directors are entitled to Sitting Fee decided by the Board of Directors in accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, which Sitting Fee from 1 <sup>st</sup> January, 2008 is (a) Rs.5,000/- per meeting of the Board of Directors and (b) Rs.2,000/- per meeting of the Committee of the Board of Directors.
	(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)	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.

Date: 13.01.2015



Sr. No.	Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
III.	<b>Audit Committee</b>	<b>49 (III)</b>		
	(A) Qualified & 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	-
IV	<b>Nomination and Remuneration Committee</b>	<b>49 (IV)</b>	Yes	-
V.	<b>Subsidiary Companies</b>	<b>49 (V)</b>	N.A.	N.A.
VI.	<b>Risk Management</b>	<b>49 (VI)</b>	Yes	-
VII.	<b>Related Party Transactions</b>	<b>49 (VII)</b>	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.
VIII.	<b>Disclosures</b>	<b>49 (VIII)</b>		
	(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	-

Date: 13.01.2015



Sr. No.	Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
	(D) Management	49 (VIII) (D)	i. Management Discussion and Analysis Report. : Yes ii. Disclosures by the Management to the Board. : Yes	-
	(E) Shareholders	49 (VIII) (E)	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.	Requirements of Old Clause 49 were being complied with. Requirements of New Clause 49 are under implementation.
	(F) Disclosure of resignation of Directors	49 (II)(D)(4)	Yes	-
	(G) Disclosure of formal Letter of Appointment	49 (II)(B)(4)	Yes	-
	(H) Disclosure in the Annual Report	49 (VIII)(D)(1)	Yes	-
	(I) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII) (F)	N.A.	N.A.
IX.	<b>CEO/CFO Certification</b>	<b>49(IX)</b>	Yes	-
X.	<b>Report on Corporate Governance</b>	<b>49 (X)</b>	Yes	-
XI.	<b>Compliance</b>	<b>49(XI)</b>	Yes	-

Date: 13.01.2015

For Punjab Alkalies &amp; Chemicals Limited

(PRADEEP NAUHARIA)  
Company Secretary &  
Sr. Gen. Manager (Co. Affairs)