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Phone : 01462 228101-6
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SHREE CEMENT LTD.

Regd. Office:

BANGUR NAGAR, POST BOX NO.33, BEAWAR 305 901, RAJASTHAN, INDIA



SCL/BWR/SE/2015/
7th July, 2015

FAX No. 022 22723199
Email - viniferk@cdslindia.com

Central Depository Services (India) Limited
Phiroz Jeejeebhoy Towers,
28th Floor, Dalal Street,
Mumbai 400 023

FAX NO. 022-24972993/24976351
Email - info@nsdl.co.in

National Securities Depository Limited,
Trade World, A wing, 4th & 5th Floors,
Kamala Mills Compound, Lower Parel,
Mumbai - 400 013.

Re:- Quarterly Compliance Report on Corporate Governance for the Quarter ended 30th June, 2015

Dear Sirs,

Pursuant to Clause 49 of the Listing Agreement, we enclose herewith a Quarterly Compliance Report on Corporate Governance for the quarter ended on 30th June, 2015 in prescribed format.

Kindly find the same in order.

Thanking you,

For **SHREE CEMENT LIMITED**

(S.S. KHANDELWAL)
COMPANY SECRETARY
Encl: as above

SHREE CEMENT LIMITED

Quarterly Compliance Report on Corporate Governance

Name of the Company: SHREE CEMENT LIMITED

Quarter ending on: 30.06.2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	Disclosure relating to Annual report will be made in Annual Report for the year 2014-15
(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	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(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	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	Yes	No "Material non-listed Subsidiary Company"
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	No Material Related Party Transactions. Web-link for Policy on dealing with Related Party transactions will be disclosed in the Annual Report for the year 2014-15



Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(D) Management	49 (VIII D)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(E) Shareholders	49 (VIII E)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	NA	
IX. CEO/CFO Certification	49 (IX)	Yes	The same will be taken in the Board meeting conducted for approval of Annual Financial Statements for the year 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Will be disclosed in the Annual Report for the year 2014-15
XI. Compliance	49 (XI)	Yes	-



For **SHREE CEMENT LTD.**

(S.S. KHANDELWAL)
COMPANY SECRETARY