

Quarterly Compliance Report on Corporate Governance

Name of the Company : **Agarwal Duplex Board Mills Limited**

Quarter ending on : **30<sup>th</sup> September, 2014**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	No	The Company is in the process of reconstituting the Board.
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	No	Declaration for compliance of this clause will form part of the Annual Report for the FY 2014-15.
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	No	The Company is in the process of reconstituting the Audit Committee as per this Clause.
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	N/A	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N/A	The Company has not made out any public issues, right issues, Preferential issues etc. during the period under review.
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	No	Management Discussion and Analysis Report will form part of the Annual Report

			for the FY 2014-15.
(G) Shareholders	49 (IV G)	Yes	
<b>V.CEO/CFO Certification</b>	49 (V)	No	CEO/ CFO Certification for the compliance of Clause 49 (V) will form part of Annual Report for the FY 2014- 15.
<b>VI. Report on Corporate Governance</b>	49 (VI)	No	Detailed Report on Corporate Governance will form part of the Annual Report for the FY 2014- 15.
<b>VII. Compliance</b>	49 (VII)	No	Certificate confirming compliance with the mandatory requirements under Clause 49 of the Listing Agreement relating to Corporate governance will form part of Annual Report of the FY 2014-15.

**For Agarwal Duplex Board Mills Limited**

**Sd/-**

**Neeraj Goel**

**Director**

**DIN: 00017498**

**Date: 10<sup>th</sup> October, 2014**

**Place: New Delhi**