

Quarterly Compliance Report on Corporate Governance

Name of the Company : Agarwal Duplex Board Mills Limited

Quarter ending on : 31st December, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	No	The Company is in the process of reconstituting the Board.
(B) Independent Directors	49 (IIB)	No	The Company is in the process of reconstituting the 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	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	No	The Company is in the process of reconstituting the Audit Committee as per this Clause.
(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)	No	The Company is in the process of reconstituting the Nomination and Remuneration Committee as per this Clause.

V. Subsidiary Companies	49 (V)	N/A	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	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)	No	Management Discussion and Analysis Report will form part of the Annual Report for the FY 2014-15.
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N/A	The Company has not made out any public issues, right issues, Preferential issues etc. during the period under review.
IX. CEO/CFO Certification	49 (IX)	No	CEO/ CFO Certification for the compliance of Clause 49 (V) will form part of Annual Report for the FY 2014-15.
X. Report on Corporate Governance	49 (X)	No	Detailed Report on Corporate Governance will form part of the Annual Report for the FY 2014- 15.
XI. Compliance	49 (XI)	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: 14th January, 2015

Place: New Delhi