

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Shree Krishna Paper Mills & Industries Ltd.
Quarter ending on: 31st March, 2011

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks |
|---|------------------------------------|-----------------------------------|---|
| I. Board of Directors | 49 (1) | | |
| (A) Composition of Board | 49(1A) | Yes | Total strength 6 Directors, out of which 5 are non-executive and 1 is executive. Out of 6, 3 Directors are Independent. |
| (B) Non-executive Directors | 49(1B) | Yes | No Compensation/fee is paid to non-executive/ Independent Directors. |
| (C) Other provisions as to Board and Committees | 49(1C) | Yes | Complied with. |
| (D) Code of Conduct | 49(1D) | Yes | Adopted and Implemented. Posting on web – site. |
| II. Audit Committee | 49II | Yes | Total strength 3 non-executive members/directors with all of them are independent. |
| (A) Qualified & Independent Audit Committee | 49(IIA) | Yes | The Chairman is independent. |
| (B) Meeting of Audit Committee | 49(IIB) | Yes | Complied with. |
| (C) Powers of Audit Committee | 49(IIC) | Yes | Prescribed |
| (D) Role of Audit Committee | 49(IID) | Yes | Prescribed |
| (E) Review of Audit Committee | 49(IIE) | Yes | Complied with. |

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|------|---|---------|------|---|
| III. | Subsidiary Companies | 49(III) | N.A. | The Company has no Subsidiary. |
| IV. | Disclosures | 49(IV) | Yes | |
| (A) | Basis of related Party transactions | 49(IVA) | Yes | Will be Complied in Annual Report. |
| (B) | Disclosure of Accounting Treatment | 49(IVB) | Yes | Will be Complied in Annual Report. |
| (C) | Board Disclosures | 49(IVC) | Yes | Complied with. |
| (D) | Proceeds from public issue rights issue, pref. Issue etc. | 49(IVD) | N.A. | Not Applicable |
| (E) | Remuneration of Directors | 49(IVE) | Yes | No remuneration is paid to non-executive Directors. |
| (F) | Management | 49(IVF) | Yes | Will be Complied in Annual Report. |
| (G) | Shareholders | 49(IVG) | Yes | Complied with. |
| V. | CEO/CFO Certification | 49(V) | Yes | Will be Complied in Annual Report. |
| VI. | Report on Corporate Governance | 49(VI) | Yes | Will be Disclosed in Annual Report. |
| VII. | Compliance | 49(VII) | Yes | Will be Disclosed in Annual Report. |

Yours Faithfully
For SHREE KRISHNA PAPER MILLS & INDUSTRIES LIMITED



VIKAS GUPTA
(COMPANY SECRETARY)