

**Quarterly Compliance Report on Corporate Governance**

Name of the Company : Shree Krishna Paper Mills & Industries Limited

Quarter ending on : 31<sup>st</sup> March, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(IIA)	Yes	Out of total strength of 6 directors, 5 are Non-Executive, one of them being woman director. Out of 6 directors, 3 directors are independent.
(B) Independent Directors	49(IIB)	Yes	Out of 6 directors, 3 directors are independent.
(C) Non-executive Directors' compensation & disclosures	49(IIC)	N.A.	No compensation/fee is paid to non-executive director.
(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	Will be complied in the annual report in 2014-15.
<b>III. Audit Committee</b>	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	All the three members are Independent Directors and financially literate.
(B) Meeting of Audit Committee	49(IIIB)	Yes	Complied
(C) Powers of Audit Committee	49(IIIC)	Yes	Complied
(D) Role of Audit Committee	49(IIID)	Yes	Complied
(E) Review of Information by Audit Committee	49(IIIE)	Yes	Complied
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	Complied
<b>V. Subsidiary Companies</b>	49(V)	N.A.	There is no subsidiary Company.
<b>VI. Risk Management</b>	49(VI)	Yes	--
<b>VII. Related Party Transactions</b>	49(VII)	Yes	There were no material related party transactions in this quarter.
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	There were no material related party transactions in this quarter.
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	Applicable accounting standards are being complied with on a continual basis and due disclosure requirement will be complied in the next annual report.
(C) Remuneration of Directors	49(VIIIC)	Yes	Will be complied in the next annual report
(D) Management	49(VIIID)	Yes	Management discussion and analysis is annually published in the annual report.
(E) Shareholders	49(VIIIE)	Yes	Complied in annual report. For the financial year 2014-15, will be complied in next annual report.



(F) Proceeds from public issues, rights issue, preferential issues etc.	49(VIIIF)	N.A.	--
IX. CEO/CFO Certification	49(IX)	Yes	Complied in annual report. For the financial year 2014-15, will be complied in next annual report.
X. Report on Corporate Governance	49(X)	Yes	Complied in annual report. For the financial year 2014-15, will be complied in next annual report.
XI. Compliance	49(XI)	Yes	Complied in annual report. For the financial year 2014-15, will be complied in next annual report.

Stock Exchange Limited  
 Corporate Partnership Deptt.  
 27th Floor, New Building Ring  
 Kotak Building, P. J. Towers,  
 Dalal Street, Fort,  
 Mumbai - 400001

**For Shree Krishna Paper Mills & Inds. Ltd.**

*Sonam*



**(CS Sonam Katyal)  
 Company Secretary & Compliance Officer**

SUB: CORPORATE GOVERNANCE REPORT  
 MARCH, 2015

Dear Sir,

With reference to the above, please find enclosed the Corporate Governance Report for quarter ended 31st March, 2015 in the prescribed format.

We hope that you will find the same in order.

Thanking You,

Yours faithfully,  
**For SHREE KRISHNA PAPER MILLS & INDUSTRIES LTD.**

*Sonam*  
  
**(CS Sonam Katyal)  
 Company Secretary & Compliance Officer**

Encl: As above