

## Quarterly Compliance Report on Corporate Governance

Name of the Company: B. L. Kashyap And Sons Limited.

Quarter ending on: 31<sup>st</sup> December, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	Total strength of the Board is-6 No. of Independent Director -3 & No of Non independent Directors -3.
(B) Independent Directors	49 (IIB)	Yes	Total No of Independent Directors in the Board -3.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Apart from receiving sitting fees, Independent Directors do not have any material pecuniary relationships or transactions with the Company, subsidiaries or associated Companies.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	Code of Conduct is uploaded on the website of the Company
(F) Whistle Blower Policy	49 (IIF)	Yes	Whistle Blower Policy is in Place.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Committee consists of 3 members who are Independent director. All are financially literate. The Chairman of the committee is Independent Director.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Committee met atleast once every quarter.
(C) Powers of Audit Committee	49 (IIIC)	Yes	The Committee has adequate power to investigate, to seek information, to obtain outside legal or professional advice and to secure attendance of outsiders with relevant expertise.
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Audit Committee review all the information as per the guidelines.
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Committee consists of 3 Independent Director.
V. Subsidiary Companies	49 (V)	NA	-
VI. Risk Management	49 (VI)	Yes	-
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions.	49 (VIIIA)	Yes	Summarized statement of transaction with Related Parties is submitted on a quarterly basis to the Audit Committee.
(B) Disclosure of Accounting Treatment.	49 (VIIIB)	Yes	Applicable accounting standards are being complied with on a continual basis and due disclosure is made in Annual Report.
(C) Remuneration of Directors.	49 (VIIC)	Yes	For the year 2014-15 will be complied in Annual Report of 2014 - 15.



(D) Management	49 (VIII D)	Yes	Management Discussion & Analysis Report is a part of Directors Report which is annually published in the Annual Report.
(E) Shareholders	49 (VIII E)	Yes	All necessary information are uploaded in the Company's website as required
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII I)	N A	Company has not come out with any Public Issues, Rights Issues, Preferential Issues.
IX. CEO/CFO Certification	49 (IX)	Yes	-
X. Report on Corporate Governance	49 (X)	Yes	-
XI. Compliance	49 (XI)	Yes	-

For B.L.Kashyap And Sons Limited

  
 Pushpa Kumar  
 (Company Secretary)