

## Quarterly Compliance Report on Corporate Governance

Name of the Company : **GANGOTRI IRON & STEEL CO. LTD.**  
 Quarter ending on : **31<sup>th</sup> MARCH, 2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I		
(A)Composition of Board	49(IA)	Yes	
(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)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A)Qualified & Independent Audit Committee	49 (IIA)	Yes	
(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 (IVA)	Yes	
(B)Board Disclosures	49 (IVB)	Yes	
(C)Proceeds from public issues, rights issues, preferential issues etc.	49 (IVC)	Yes	
(D)Remuneration of Directors	49 (IVD)	Yes	At present the Company is paying a fixed amount of remuneration to the Managing Director details of which are shown in the annual report. No other directors are being paid any remuneration except sitting fees.
(E)Management	49 (IVE)	No	Complied in the annual report.
(F)Shareholders	49 (IVF)	No	Complied in the annual report.
<b>V. CEO/CFO Certification</b>	49 (V)	No	Complied in the annual report.
<b>VI. Report on Corporate Governance</b>	49 (VI)	No	Complied in the annual report.
<b>VII. Compliance</b>	49 (VII)	No	Complied in the annual report.

Designated Officer: **Sanjiv Kr. Choudhary**  
 Designation: **Managing Director**  
 Company: **Gangotri Iron & Steel Co. Limited.**

