



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Company: **ASHAPURA MINECHEM LTD.**

For Quarter Ended 30th September, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A.	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	Appropriate details are available on the website of the company and also complied in the Annual Report for the year 2014-15.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Sitting fees as approved by the Board of Directors are paid within the limits prescribed by the Companies Act, 2013.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	The relevant details are available in the Annual Report for the year 2014-15.
(E) Code of Conduct	49 (IIE)	Yes	A declaration has been obtained from Chief Executive Officer affirming compliance with the Code of Conduct and that the same has been included in the Annual Report for the year 2004-15. The Code of Conduct is also available on the website of the Company.
(F) Whistle Blower Policy	49 (IIF)	Yes	The Whistle Blower Policy is approved & adopted by Board of Directors and is available on the website of the Company. The brief detail of the same has been included in the Annual Report for the year 2014-15.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	-
(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	-

**ASHAPURA**

Continuation Sheet

IV. Nomination and Remuneration Committee	49(IV)	Yes	The Nomination & Remuneration policy is approved and adopted by the Board of Directors and is available on the website of the Company. The brief detail of the same has been included in the Annual Report for the year 2014-15.
V. Subsidiary Companies	49(V)	Yes	-
VI. Risk Management	49(VI)	Yes	-
VII. Related Party Transactions	49(VII)	Yes	The Audit Committee in light of related party transactions policy & omnibus approvals granted reviews the Related Party Transactions entered into by the Company on quarterly basis.
VIII. Disclosures	49(VIII)		
(A) Related Party Transactions	49(VIIIA)	Yes	The policy on Related Party Transaction has been approved & adopted by the Board and is available on the website of the Company. The brief detail of the same has been included in the Annual Report for the year 2014-15.
(B) Disclosure of Accounting Treatment	49(VIIIB)	N.A.	-
(C) Remuneration of Directors	49(VIIIC)	Yes	Complied within the Annual Report for the year 2014-15.
(D) Management	49(VIIID)	Yes	
(E) Shareholders	49(VIIIE)	Yes	Complied within the Annual Report for the year 2014-15.
(F) Proceeds from public issues, right issue, preferential issues, etc.	49(VIIIF)	N.A.	-
IX. CEO/CFO Certification	49(IX)	Yes	-
X. Report on Corporate Governance	49(X)	Yes	Complied within the Annual Report for the year 2014-15.
XI. Compliance	49(XI)	Yes	The certificate of compliance of conditions of Corporate Governance form part of Annual Report for the year 2014-15.

For ASHAPURA MINECHEM LIMITED


SACHIN POLKE
COMPANY SECRETARY

PLACE:-MUMBAI

DATE:- 12th October, 2015