

Quarterly Compliance Report on Corporate Governance

Name of the Company : Shyam Century Ferrous Limited

Quarter ended : September 30, 2015

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|---|
| II. Board of Directors | 49 (II) | - | |
| (A) Composition of Board | 49 (II A) | Yes | |
| (B) Independent Directors | 49 (II B) | Yes | |
| (C) Non-executive Director's Compensation and disclosures | 49 (II C) | Yes | The Company is not paying any compensation to Non-Executive Directors except Sitting Fees for Board/Committee Meetings. |
| (D) Other provisions as to Board and Committees | 49 (II D) | Yes | |
| (E) Code of Conduct | 49 (II E) | Yes | |
| (F) Whistle Blower Policy | 49 (II F) | Yes | |
| III. Audit Committee | 49 (III) | - | |
| (A) Qualified and Independent Audit Committee | 49 (III A) | Yes | |
| (B) Meeting of Audit Committee | 49 (III B) | Yes | |
| (C) Powers of Audit Committee | 49 (III C) | Yes | |
| (D) Role of Audit Committee | (49 III D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (III E) | Yes | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | NA | The Company has no subsidiary Company |
| VI. Risk Management | 49(VI) | Yes | |
| VII. Related Party Transactions | 49(VII) | Yes | The Company has no material Related Party Transaction during the Quarter. |
| VIII. Disclosures | 49 (VIII) | - | |
| (A) Related party transactions | 49(VIII A) | Yes | The Company has no material Related Party Transaction during the Quarter. |
| (B) Disclosure of Accounting treatment | 49(VIII B) | Yes | |
| (C) Remuneration of Directors | 49(VIII C) | Yes | |
| (D) Management | 49(VIII D) | Yes | |
| (E) Shareholders | 49(VIII E) | Yes | |
| (F) Proceeds from public issues, rights issues, preferential issues etc. | 49(VIII I) | NA | The Company has not made any Public Issue, Right Issue, Preferential Issues etc. |
| IX. CEO/CFO Certification | 49 (IX) | Yes | |
| X. Report on Corporate Governance | 49 (X) | Yes | |
| XI. Compliance | 49 (XI) | Yes | |

Kolkata
10th October, 2015

For Shyam Century Ferrous Limited

R. Pareek
Rachna Pareek
Company Secretary