

Quarterly Compliance Report on Corporate Governance

Name of the Company : Sical Logistics Limited

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

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	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(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	
<b>III. Audit Committee</b>	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	
<b>IV. Nomination &amp; Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	With regard to Clause 49 [VIII][A][2] will be complied with in the Annual Report for 2014-15
(B) Disclosure of Accounting Treatment	49 (VIIIB)	NA	
(C) Remuneration of Directors	49 (VIIIC)	Yes	Will be complied with in the Annual Report for 2014-15
(D) Management	49 (VIIID)	Yes	With regard to Clause 49[VIII][D][1], will be complied with in the Annual Report for 2014-15. With regard to 49[VIII][D][2], it will be complied with as and when the situation arises
(E) Shareholders	49 (VIIIE)	Yes	Will be complied with whenever situation arises
(I) Proceeds from public issues, right issue, preferential issues, etc.	49 (VIII I)	NA	

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<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>IX.CEO/CFO Certification</b>	49 (IX)	Yes	Will be complied at the time of presenting the audited financial statements before the Board
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Will be complied with in the Annual Report 2014-15
<b>XI. Compliance</b>	49 (XI)	Yes	Will be complied with in the Annual Report 2014-15