



REGD. OFFICE :  
206, ASHWARATH COMPLEX, 2ND FLOOR, OPP. FORTUNE HOTEL LANDMARK,  
USMANPURA, AHMEDABAD - 380014. PH. : 079 - 2755 0140 (M) 94272 53790

CORP. OFFICE :  
99, CHINUBHAI TOWER, OPP. HANDLOOM HOUSE, ASHRAM ROAD,  
AHMEDABAD-380009. GUJARAT. (INDIA) E-mail : info@heeraiapat.com

C.I.N. NO. L27101G/1992PLC018101

HIL/LIST/BSE/CL49/QTL-REP/12-2014  
DATE: 10<sup>th</sup> January, 2015

To  
Deputy General Manager,  
Corporate Relations Department,  
The Stock Exchange, Mumbai  
14<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai: 400 001.

Dear Sirs,

**Sub:** Submission of Quarterly Compliance Report on Corporate Governance for the Quarter ended  
**31<sup>st</sup> December, 2014** duly signed by Directors.

**Ref:** (1) Compliance to Clause 49 of the Listing Agreement.

With reference to the above mentioned subject matter, as desired by you we are Submitting herewith Quarterly Compliance report on Corporate Governance made out for the Quarter ended on **31<sup>st</sup> December, 2014** in compliance to clause 49 of the Listing Agreement which is duly certified and signed by Mr. Dinesh Rao, Managing Director and Mr. Suhag V. Shah, Director of the Company which please find in order as per requirements and acknowledge receipt.

Thanking you, we remain,

Yours Faithfully,

**FOR HEERA ISPAT LIMITED.**



*(Dinesh Rao)*

**MANAGING DIRECTOR**

**DIN: 06379029**

Encl: Quarterly Compliance Report on Corporate Governance for the Quarter ended **31<sup>st</sup> December, 2014.**

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S.V. NO. 12710101900P10018101

Name of the Company: **HEERA ISPAT 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)	YES	
(A) Composition of Board	49(IIA)	YES	
(B) Independent Directors	49(II B)		
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	YES	
(C) Other Provisions as to Board and Committees	49 (IID)	YES	
D) Code of Conduct	49 (IIE)	YES	
(E) Whistle Blower Policy	49( IIF)		
<b>III. Audit Committee</b>	49 (III)	YES	
(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 and Remuneration Committee</b>	49(IV)	YES	
<b>V. Subsidiary Companies</b>	49 (V)	N.A	NO SUBSIDIARY
<b>VI. Risk Management</b>	49(VI)	YES	
<b>VII. Related Party Transaction</b>	49(VII)	N.A.	
<b>VIII. Disclosures</b>	49 (VIII)	YES	
(A) Related Party Transactions	49 (VIII A)	N.A.	NO TRANSACTIONS
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	N.A.	
(E) Shareholders	49 (VIII E)	YES	NO REMUNERATION IS PAID TO DIRECTORS
(F) Disclosure of resignation of Directors	49 (VIII F)	YES	
(G) Disclosure of formal letter of appointment	49 (VIII G)	YES	
(H) Disclosure in Annual Report	49 (VIII H)	YES	
(I) Proceeds from Public Issue, Right Issue, Preferential Issue etc.	49 (VIII I)	N.A	
<b>V. CEO/CFO Certification</b>	49 (V)	YES	GIVEN IN ANNUAL REPORT
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	GIVEN IN ANNUAL REPORT
<b>VII. Compliance</b>	49 (VII)	YES	



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C.I.N. NO. L27100GJ1999PLC0018101

**Notes:**

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (IV. A).
- 3) In the remarks column, reasons for non-compliance may be indicated. For example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

DATE : 10<sup>th</sup> January, 2015



PLACE : AHMEDABAD

FOR HEERA ISPAT LIMITED

shah prakash N.

(PRAKASH SHAH)  
DIRECTOR  
DIN: 06376987

padre

(DINESH RAO)  
MANAGING DIRECTOR  
DIN: 06379029