

SDL/SEC/SE/CI. 49/2014-15

To  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

7<sup>th</sup> January, 2015

**Sub: Quarterly Corporate Governance Report – Clause 49**

Dear Sir,

We are pleased to enclosed herewith quarterly corporate governance report as required under clause 49 of the Listing Agreement for the quarter ended 31<sup>st</sup> December, 2014.

You are requested to please take on record the above for your reference and further needful.

Thanking you,

Yours Faithfully,

For Schrader Duncan Limited



Nirnoy Sur  
Company Secretary



Place: Pune

**Schrader Duncan Limited**

*Registered Office*

F-33, Ranjangaon MIDC.  
Karegaon, Tal. Shirur.  
Dist. Pune – 412 209  
India

Board +91 2138 660-066  
Fax +91 2138 660-067  
Email [sdl@schraderduncan.com](mailto:sdl@schraderduncan.com)  
Web [www.schraderduncan.com](http://www.schraderduncan.com)  
CIN NO. L28991PN1961PLC139151

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	YES	We are in process of appointing woman Director and will be complied before year end.
(B) Independent Directors	49 (IIB)	YES	Point no., 5, 6 & 7 will be Complied in the Annual Report.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	N. A.	
(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 and Remuneration Committee</b>	49 (IV)	YES	
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	YES	
<b>VII. Related Party Transactions</b>	49 (VII)	NA	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	NA	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	NA	
(C) Remuneration of Directors	49 (VIII C)	YES	Will be Complied in the Next Annual Report
(D) Management	49 (VIII D)	YES	Will be Complied in the Next Annual Report
(E) Shareholders	49 (VIII E)	YES	Will be Complied in the Next Annual Report
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	YES	Will be Complied in the Next Annual Report
<b>X. Report on Corporate Governance</b>	49 (X)	NA	Will be Complied in the Next Annual Report
<b>XI. Compliance</b>	49 (XI)	NA	Will be Complied in the Next Annual Report

Thanking You  
 For Schrader Duncan Limited



Nirnoy Sur  
 Company Secretary



Place: Pune  
 Date: 7<sup>th</sup> January, 2015

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