

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : Ansal Buildwell Limited

Quarter ending on : 31st December, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	Total Directors - 6 Independent Directors - 3 Woman Director - 1
(B) Independent Directors	49(IIB)	Yes	Independent Director- 3
(C) Non-executive Directors' Compensation & Disclosures	49(IIC)	Yes	Form part of Corporate Governance Report year 2013-2014.
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	One Board Meetings held on 13/11/2014 during the last quarter ended 31/12/2014.
(E) Code of Conduct	49(IIE)	Yes	Laid down in Board Meeting held on 29/05/2014.
(F) Whistle Blower Policy	49(IIF)	Yes	Laid down in Board Meeting held on 29/05/2014
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	The Audit Committee was constituted on 30/01/2002.
(B) Meeting of Audit Committee	49(IIIB)	Yes	Last Audit Committee Meeting was held on 13/11/2014.
(C) Powers of Audit Committee	49 (IIIC)	Yes	Power of Audit Committee has been broadened as recommended in revised clause 49-Corporate Governance of Listing Agreement.
(D) Role of Audit Committee	49 III(D)	Yes	Role of Audit Committee was redefined as recommended in revised clause 49-Corporate Governance of Listing Agreement.
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Audit Committee reviews the Management and Discussion and Analysis Report and Annual and Quarterly results of the Company. Last Audit Committee Meeting dated 13/11/2014 reviewed the Unaudited Financial Results for the Quarter ended 30/09/2014.
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Nomination and Remuneration Committee was constituted and last Nomination and Remuneration Committee was held on 08/08/2014.

[Handwritten Signature]

V. Subsidiary Companies	49 (V)	Yes	The Company has its non-material Subsidiary Companies. Audit Committee and Board Meeting of the Company also review the financial statements of subsidiary Companies. Detailed information about Subsidiary Companies is form part of Annual Report for the year - 2013-14.
VI.Risk Management	49 (VI)	Yes	Risk Management Policy was approved in the Board Meeting dated 29/05/2014.
VII.Related Party Transactions	49 (VII)	Yes	All Related Party transactions are placed and reviewed by the Audit Committee and Board Meeting.
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	Yes	Form part of Annual Report for the year-2013-14.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Form part of Annual Report for the year-2013-14.
(C) Remuneration of Directors	49 (VIII C)	Yes	Form part of Annual Report for the year 2013-14.
(D) Management	49 (VIII D)	Yes	Management Discussion and Analysis Report form part of Annual Report year 2013-14.
(E) Shareholders	49 (VIII E)	Yes	Form part of Corporate Governance Report for the year 2013-14.
(F) Disclosure of resignation of Directors	49 (VIII F)	Yes	Resignation of Directors are uploaded on website of the Company.
(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	Formal letter of appointment of Independent Directors are uploaded on website of the Company.
(H) Disclosure in the Annual Report	49 (VIII H)	Yes	Form part of Annual Report for the year 2013-14.
(I) Proceeds from pubic issues, rights issue, preferential issues, etc.	49 (VIII I)	Yes	There was no Public, Right and Preferential Issue during the quarter ended 30/09/2014.
IX.CEO/CFO Certification	49 (IX)	Yes	CEO/CFO certification was done for the Annual Report – 2013-14.

Amr 50

X. Report on Corporate Governance	49 (X)	Yes	Form part of Annual Report for the year 2013-14.
XI. Compliance	49 (XI)	Yes	Compliance Certificate from Auditors was attached with Corporate Governance Report in Annual Report 2013-14.

For Ansal Buildwell Limited



(Gopal Ansal)

Chairman cum Managing Director

Date : 08.01.2015

Place : New Delhi