

# SHILCHAR TECHNOLOGIES LIMITED



12<sup>th</sup> day of January, 2015

*REVISED*

The Executive Director  
Vadodara Stock Exchange Ltd  
Fortune Towers, Dalal Street,  
Sayajigunj,  
Vadodara-390 005

Corporate Relations Department  
Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai-400 001

Dear Sir / Madam,

Script Code 531201

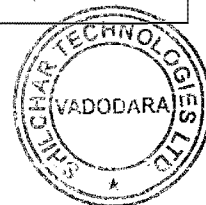
Subject: Quarterly Compliance Report on Corporate Governance

Name of the Company: Shilchar Technologies Limited

Quarter ending on: 31.12.2014

Particulars	Clause of Listing Agreement	Compliance status (Yes / No / N.A.)	Remarks
<b>I. Board of Directors</b>	49 II	Yes	-
(A) Composition of Board	49 (IIA)	Yes	In existence.  There are total Six Directors on the Board. Out of which, Mr. Jitendra Shah, Chairman, Mr. Alay Shah, Managing Director and Mr. Ashesh Shah constitute Promoter Directors. Mr. O. P. Khanna, Mr. Mukesh D. Patel and Mr. J. H. Parabia constitute Non-Executive and Independent Directors.  The Chairman of the Board is Non-Executive Promoter Director.

:1:



REGD. OFFICE & WORKS: BIL ROAD, BIL 391 410, DIST.VADODARA, INDIA.  
PHONE: (0265) 268 0466, 268 0566 FAX: (0265) 268 0611  
E-MAIL: info@shilchargroup.com WEBSITE: shilchargroup.com



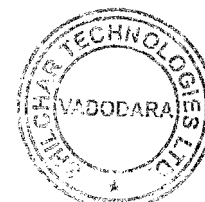
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(B) Independent Directors	49 (IIB)	Yes	Mr. O. P. Khanna, Mr. Mukesh D. Patel and Mr. J. H. Parabia constitute Non-Executive and Independent Directors.
(C) Non-executive Director's compensation & disclosures	49 (IIC)	Yes	Out of total Six Directors, Mr. Alay J. Shah, Managing Director is the only Executive Director. Rests of the Directors are Non-Executive Directors. The Company pays only sitting fees to the Non-Executive Directors.
			Mr. Ashesh J. Shah, non-executive Director, has been paid monthly fees of Rs. 1.25 lacs towards his rendering professional services in the capacity as Consultant-Marketing & Administration.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Being complied with.
(E) Code of Conduct	49 (IIE)	Yes	Code of Conduct is formulated and already adopted by the Board. The respective declaration from the Directors towards compliance of the code of conduct pertaining to the F. Y. ended on 31.03.2014 had been received by the Company.
(F) Whistle Blower Policy	49 (IIF)	Yes	In place
<b>III. Audit Committee</b>	49 (III)	Yes	--
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	In existence.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Being complied with.

:2:



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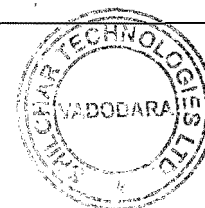
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(C) Powers of Audit Committee	49 (IIIC)	Yes	Well Defined.
(D) Role of Audit Committee	49 (IIID)	Yes	Well Defined.
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Being Complied with.
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	In existence
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	Company does not have any Subsidiary Company.
<b>VI. Risk Management</b>	49 (VI)	Yes	In existence
<b>VII. Related Party Transactions</b>	49(VII)	Yes	Being Complied with.
<b>VIII. Disclosures</b>	49 (VIII)	Yes	--
(A) Related Party Transactions.	49 (VIII A)	Yes	There are no material related party transactions.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Required information will be incorporated in the Annual Report 2014-15. Required information will be incorporated in the Annual Report 2014-15.
(C) Remuneration of Directors	49 (VIII C)	Yes	Required information will be incorporated in the Annual Report 2014-15.
(D) Management	49 (VIII D)	Yes.	Required information will be incorporated in the Annual Report 2014-15.
(E) Shareholders	49 (VIII E)	Yes	Required information will be incorporated in the Annual Report 2014-15.
(F) Proceeds from Initial Public offerings	49 (VIII F)	N.A.	Not Applicable

:3:



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IX. CEO / CFO Certification.	49(IX)	Yes	Required information will be incorporated in the Annual Report 2014-15.
X. Report on Corporate Governance.	49(X)	Yes	Required information will be incorporated in the Annual Report 2014
XI. Compliance	49(XI)	Yes	Required information will be incorporated in the Annual Report 2014

Yours faithfully

For SHILCHAR TECHNOLOGIES LIMITED

  
PRAJESH PUROHIT  
COMPLIANCE OFFICER

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