

**Annexure -XI to the Listing Agreement
Format of Quarterly Compliance Report on Corporate Governance**

Name of the Company: **JOTINDRA STEEL AND TUBES LIMITED**
CIN : **L27104HR1970PLC005240**
Quarter ending on : **31/12/2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Y	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Y	The Company is not paying any compensation to Non Executive Directors except sitting fees within the limits as prescribed under the Companies Act, 2013 for attending the Board Meetings.
(D) Other provisions as to Board and Committees	49 (IID)	Y	
(E) Code of Conduct	49 (IIE)	Y	
(F) Whistle Blower Policy	49 (IIF)	Y	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Y	
(B) Meeting of Audit Committee	49 (IIIB)	Y	
(C) Powers of Audit Committee	49 (IIIC)	Y	
(D) Role of Audit Committee	49 (IIID)	Y	
(E) Review of Information by Audit Committee	49 (IIIE)	Y	
IV. Nomination and Remuneration Committee	49 (IV)	Y	
V. Subsidiary Companies	49 (V)	Y	
VI. Risk Management	49 (VI)	Y	
VII. Related Party Transactions	49 (VII)	Y	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Y	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Y	
(C) Remuneration of Directors	49 (VIII C)	Y	Will be Complied with in the next Annual Report for the financial year 2014-15.
(D) Management	49 (VIII D)	Y	Shall be a part of the directors report of the next AGM for the financial year 2014-15.
(E) Shareholders	49 (VIII E)	Y	Information will be provided in case of appointment of New Director/ Re-appointment of directors. Disclosures of relationship inter-se between directors etc. shall be made in the Annual Report for the financial year 2014-15.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	The Company has not made any any Public /Right/ Preferential Issue etc during the period under the current financial year.
IX. CEO/CFO Certification	49 (IX)	Y	Shall be Complied with accordingly.
X. Report on Corporate Governance	49 (X)	Y	Will be Complied with and be a part of the directors report/ Annual Report of the next AGM for the financial year 2014-15.
XI. Compliance	49 (XI)	Y	Will be Complied with and be a part of the Directors Report/Annual Report of the next AGM for the financial year 2014-15.

For JOTINDRA STEEL AND TUBES LIMITED

Rachna Mittal
(RACHNA MITTAL)

COMPANY SECRETARY/ COMPLIANCE OFFICER

