

# SUDAL INDUSTRIES LIMITED



Certified for ISO/TS 16949 : 2009 & ISO 9001 : 2008, SA 8000 : 2008  
EMS ISO 14001 : 2004, BS OHSAS 18001 : 2007, ENMS ISO 50001 : 2011

Corporate Office: 26A Nariman Bhavan, 227 Nariman Point, Mumbai 400 021. (INDIA) • Phone: 91-22-22023845, 61577100 - 119

• Fax: 91-22-22022893 • E-Mail: mumbai@sudal.co.in • www.sudal.co.in

CIN : L21541MH1979PLC021541

Date: 6<sup>th</sup> October, 2014

To,  
The Corporate Relationship Department  
BSE Limited  
P. J . Towers, Dalal Street,  
Mumbai – 400 001

Company Code : 506003 (SUDAI)

Dear Sir/Madam,

SUB: Quarterly Report on Compliance of Corporate Governance under Clause 49 of Listing Agreement, for the Quarter Ended 30<sup>th</sup> September, 2014.

With reference to the above and in compliance with the requirements of Clause 49 of the Listing Agreement, please find attached herewith report on compliance of the Corporate Governance requirements for the quarter ended 30<sup>th</sup> September, 2014.

For SUDAL INDUSTRIES LTD

KETAN R. SHIRWADKAR  
COMPLIANCE OFFICER

Encl : As Above

Regd. Office & Works : A5 MIDC, Ambad Industrial Area, Mumbai Nashik Highway, Nashik 422 010.

Phone : 91-253-2382396 / 6636200 - 229 • Fax : 91-253-2382197

E-mail : nasik@sudal.co.in

Pune (Mob.) : 92231 92804 • Vadodara Phone : 0265-2337462, (Mob.) 93766 14425 • Delhi (Mob.) : 93136 23303



# SUDAL

## INDUSTRIES LIMITED



Certified for ISO/TS 16949 : 2002 & ISO 9001 : 2000 quality system

Corporate Office: 26 Nariman Bhavan, 227 Nariman Point, Mumbai 400 021. (INDIA) • Phone: 91-22-22023845, 22024053, 22022745, 22026293, 22823790  
• Fax: 91-22-22022893 • E-Mail: sudal@vsnl.com • www.sudal.co.in

**CIN ; L21541MH1979PLC021541**

Name of the Company : SUDAL INDUSTRIES LIMITED  
Quarter ending on : 30<sup>th</sup> September, 2014  
Scrip Code : 506003 (SUDAI)

Date: 6<sup>th</sup> October, 2014

Particulars	Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		-
(A) Composition of Board	49 (IA)	Yes	The Company has an optimum composition of Board of Directors. More than 50% of the Board consists of Independent Directors.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Only sitting fees paid to Non-executive Independent Directors. Necessary disclosure will be made in the Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2015 which shall form part of the Annual Report of Financial year 2014-15.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Necessary disclosures will be made in the Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2015 which shall form part of the Annual Report of Financial year 2014-15.
(D) Code of Conduct	49 (ID)	Yes	Necessary disclosures will be made in the Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2015 which shall form part of the Annual Report of Financial year 2014-15.
<b>II. Audit Committee</b>	49 (II)		-
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	The Audit Committee Comprises of 3 Directors. The Chairman is an Independent Director and Chartered Accountant by Profession



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Phone: 91-253-2382396/2382397/2382297 • Fax: 91-253-2382197  
E-mail: sudalind\_nsk@sancharnet.in  
Pune: Phone: 020-25811293 • Vadodara: Phone: 0265-2337462 • Bangalore: Phone: 080-23371121 • Fax: 080-23372385





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(B) Meeting of Audit Committee	49 (IIB)	Yes	-
(C) Powers of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	As per applicable terms of references
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	-
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	Related Party Transactions are placed at the Meeting of Audit Committee for the approval of Audit Committee members. Necessary disclosures for related party transactions will be made in the Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2015 which shall form part of the Annual Report of Financial year 2014-15.
(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	Necessary disclosure for Accounting Treatment will be made in the Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2015 which shall form part of the Annual Report of Financial year 2014-15.
(C) Board Disclosures	49 (IVC)	Yes	Necessary disclosures will be made in the Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2015 which shall form part of the Annual Report of Financial year 2014-15.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	Proceeds of the Preferential Issue have been used for the purpose of which it was raised.
(E) Remuneration of Directors	49 (IVE)	Yes	Remuneration paid to Directors is in compliance with applicable provisions.

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(F) Management	49 (IVF)	Yes	Management Discussion & Analysis will be included in the Directors' Report forming part of Annual Report for the F. Y. 2014-2015.
(G) Shareholders	49(IVG)	Yes	Necessary disclosure will be made in the Annual Report of F. Y. 2014-2015.
V. CEO/CFO Certification	49 (V)	Yes	Will be Complied and annexed in the Annual Report of F.Y. 2014-2015.
VI. Report on Corporate Governance	49 (VI)	Yes	Will be Complied and annexed in Annual Report of Financial Year 2014-2015.
VII. Compliance	49 (VII)	Yes	Will be Complied and annexed in Annual Report of Financial Year 2014-2015.

For SUDAL INDUSTRIES LIMITED

**KETAN R. SHIRWADKAR**  
COMPLIANCE OFFICER



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