

## Annexure - I

**Quarterly Compliance Report on Corporate Governance**

1. Name of Listed Entity : Deccan Cements Limited  
 2. Quarter ending : 31<sup>st</sup> March 2016

<b>I. Composition of Board of Directors</b>								
Title (Mr. / Ms.)	Name of the Directors	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive / Non-Executive/ Independent / Nominee) <sup>&amp;</sup>	Date of Appointment in the current term / cessation	Tenure* (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Bangar Raju Manthana	00016652	Chairman - Executive	01.04.2012	-	1	-	-
Mr.	Umesh Shrivastava	00229382	Independent	29.09.2014	18	1	3	-
Mr.	Dr. Surendra Ambalal Dave	00001480	Independent	29.09.2014	18	5	7	5
Mr.	Jonnalagadda Narayanamurty	00026474	Independent	29.09.2014	18	2	3	1
Mr.	Kanwar Pratap Singh	02951522	Independent	29.09.2014	18	1	1	-
Mr.	Penmetcha Venugopal Raju	00016548	Non-Executive	29.09.2014	-	1	1	-
Mr.	Ramamurthy Gopalakrishnan	00296413	Non-Executive	11.08.2015	-	1	-	-
Ms.	Parvathi Penmetcha	00016597	Managing Director - Executive	01.04.2012	-	1	1	-

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange.  
<sup>&</sup> Category of directors means executive / non-executive / Independent / Nominee. If a director fits into more than one category write all categories separating them with hyphen.  
 \* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

<b>II. Composition of Committees:</b>		
Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>&amp;</sup>
1. Audit Committee	1. Mr. Jonnalagadda Narayanamurty	Chairperson - Independent
	2. Mr. Umesh Shrivastava	Independent
	3. Mr. Kanwar Pratap Singh	Independent
	4. Mr. Penmetcha Venugopal Raju	Non-Executive
2. Nomination & Remuneration Committee	1. Mr. Umesh Shrivastava	Chairperson - Independent
	2. Dr. Surendra Ambalal Dave	Independent
	3. Mr. Kanwar Pratap Singh	Independent
	4. Mr. Jonnalagadda Narayanamurty	Independent
3. Risk Management Committee (if applicable)	Not Applicable	
4. Stakeholders Relationship and Share Transfer Committee	1. Dr. Surendra Ambalal Dave	Chairperson - Independent
	2. Mr. Jonnalagadda Narayanamurty	Independent
	3. Ms. Parvathi Penmetcha	Executive
<sup>&amp;</sup> Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.		

<b>III. Meetings of Board of Directors</b>		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
6 <sup>th</sup> November 2015	9 <sup>th</sup> February 2016	94
	16 <sup>th</sup> March 2016	

<b>IV. Meetings of Committees:</b>				
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
Audit Committee	9 <sup>th</sup> February 2016	Yes, 4 members present	6 <sup>th</sup> November 2015	94
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (Yes / No / NA)</b> <small>refer note below</small>
Whether prior approval of audit committee obtained	N.A
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee.	YES
<p><b>Note:</b></p> <ol style="list-style-type: none"> <li>In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>If status is "No" details of non-compliance may be given here.</li> </ol>	

<b>VI. Affirmations</b>
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</li> <li>The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee - Not Applicable</li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>This report will be placed at the ensuing Board Meeting. The report submitted in the previous quarter has been placed before Board of Directors at its meeting held on 09<sup>th</sup> February 2016 and no comments/observations/advice has been given by the Board of Directors on the same.</li> </ol>
<p><b>For Deccan Cements Limited</b></p>  <p><b>Sd/-</b>  <b>S K Mishra</b>  <b>Company Secretary</b></p>

**Compliance Report on Corporate Governance at the end of the Financial Year 2015-16**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	NA	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial Results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & 2)	Yes
Composition of Stakeholder Relationship Committee	20 (1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA

Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7)&(8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) &(4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
<p>Note</p> <ol style="list-style-type: none"> <li>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>2. If status is "No" details of non-compliance may be given here.</li> <li>3. If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol>		
<p><b>III. Affirmations:</b></p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied: NA</p>		
<p><b>For Deccan Cements Limited</b></p> <p><b>Sd/-</b>  <b>S K Mishra</b>  <b>Company Secretary</b></p>		