

Annexure - XI to the Listing Agreement
 Quarterly Compliance Report on Corporate Governance
 Name of the Company: Schrader Duncan Limited
 Quarter ending on: 30th September, 2015

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	Woman Director Appointed on 2 nd February, 2015
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	N. A.	
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	Available on the website of the Company www.schraderduncan.com
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
IV. Nomination and Remuneration Committee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	NA	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	NA	
(B) Disclosure of Accounting Treatment	49 (VIII B)	NA	
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	YES	
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	
IX. CEO/CFO Certification	49 (IX)	YES	Annual Report 2014-15
X. Report on Corporate Governance	49 (X)	YES	Annual Report 2014-15
XI. Compliance	49 (XI)	YES	Annual Report 2014-15

For Schrader Duncan Limited

Shantanu Parvati
 Whole Time Director

