

## Compliance Report on Corporate Governance

Name of the Company : Polar Marmo Agglomerates Limited

Quarter ending on : 30<sup>th</sup> June, 2012

<i>Particulars</i>	<i>Clause of Listing agreement</i>	<i>Compliance Status Yes/No</i>	<i>Remarks</i>
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	Since the company continues to be a sick company within the meaning of Section 3(1) (o) of Sick Industrial Companies (Special Provisions) Act, 1985 and operation of the Company remain suspended, the Company does not feel the need of having Executive Director.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	The Company has prepared the Code of Conduct for all the Board members and senior management
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	



(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 (IV A)	N.A.	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	The Company has followed the prescribed Accounting Standards in the preparation of Accounts
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	The Company has been including Management Discussion and Analysis Report as part of its Annual Report
(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Complied
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	A separate section on Corporate Governance is being included in the Annual Report of the Company every year
<b>VII. Compliance</b>	49 (VII)	Yes	Complied

For Polar Marmo Agglomerates Limited

Ashwani Plaha  
Director

