



PRISM CEMENT LIMITED

Quarterly Compliance report on Corporate Governance for the quarter ended September 30, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
Board of Directors	49 I	Yes	-
(A) Composition of Board	49 (IA)	Yes	
(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	-
Audit Committee	49 II	Yes	-
(A) Qualified & Independent Audit Committee	49 (II A)	Yes	-
(B) Meeting of Audit Committee	49 (II B)	Yes	-
(C) Powers of Audit Committee	49 (II C)	Yes	-
(D) Role of Audit Committee	49 (II D)	Yes	-
(E) Review of Information by Audit Committee	49 (II E)	Yes	-
III. Subsidiary Companies	49 (III)	Yes	-
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	Complied with in the Annual report of 2013-2014.
(D) Proceeds from public issues, right issues, preferential issues, etc.	49 (IV D)	N. A.	
(E) Remuneration of Directors	49 (IV E)	Yes	Complied with in the Annual report of 2013-2014.
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V. CEO / CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

for PRISM CEMENT LIMITED

A. S. Kulkarni

**ANEETA S. KULKARNI
COMPANY SECRETARY**