

# UDAIPUR CEMENT WORKS LIMITED

E-mail: [udrcement@gmail.com](mailto:udrcement@gmail.com), Website: [www.udaipurcement.com](http://www.udaipurcement.com)  
 Regd. Office: Shripati Nagar, P.O. CFA, Udaipur-313 021(Rajasthan)  
 CIN : 26943RJ1993PLC007267

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Udaipur Cement Works Limited

Quarter ended : 31<sup>st</sup> December 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	<b>49 (II)</b>		
(A) Composition of Board	49 (IIA)	Yes	---
(B) Independent Directors	49 (IIB)	Yes	---
(C) Non- executive Directors' compensation & disclosures	49 (IIC)	Yes	
(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	
<b>III. Audit Committee</b>	<b>49 (III)</b>		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	---
(B) Meeting of Audit Committee	49 (IIIB)	Yes	---
(C) Powers of Audit Committee	49 (IIC)	Yes	---
(D) Role of Audit Committee	49 (IIID)	Yes	---
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	---
<b>IV. Nomination and Remuneration Committee</b>	<b>49 (IV)</b>	<b>Yes</b>	
<b>V. Subsidiary Companies</b>	<b>49 (V)</b>	<b>N.A.</b>	<b>---</b>
<b>VI. Risk Management</b>	<b>49 (VI)</b>	<b>N.A.</b>	<b>---</b>
<b>VII. Related Party Transactions</b>	<b>49 (VII)</b>	<b>Yes</b>	<b>---</b>
<b>VIII. Disclosures</b>	<b>49 (VIII)</b>		
(A) Related party transactions	49 (VIIIA)	Yes	Annexure
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	---
(C) Remuneration of Directors	49 (VIIC)	Yes	---
(D) Management	49 (VIID)	Yes	---
(E) Shareholders	49 (VIIE)	Yes	---
(F) Proceeds from public issues, rights preferential issues	49 (VIIF)	Yes	---
<b>IX. CEO/ CFO Certification</b>	<b>49 (IX)</b>	<b>Yes</b>	<b>---</b>
<b>X. Report on Corporate Governance</b>	<b>49 (X)</b>	<b>Yes</b>	<b>---</b>
<b>XI. Compliance</b>	<b>49 (XI)</b>	<b>Yes</b>	<b>---</b>

For Udaipur Cement Works Limited

(R.K. Gupta)

Whole-time Director, CFO & Company Secretary

Registered Office : Shripati Nagar, P.O. CFA, Udaipur-313 021(Rajasthan)

Works: Shripati Nagar, P.O. CFA, Udaipur -313021 (Rajasthan), Phone : 0294-2655076, Fax : 0294-2655077

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Annexure

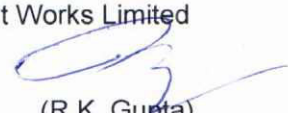
## UDAIPUR CEMENT WORKS LIMITED

1. Information relating to Transactions with JK Lakshmi Cement Limited (The Holding Company) in the ordinary course of business and on arm's length basis.

Sl. No.	Particulars	Rs. in Lacs
		2014-15
		Oct'14 to Dec'14 3M (Act.)
1	Promoters Contribution in Revival & Rehabilitation Project Pursuant to Rehabilitation Scheme of the Company sanctioned by Hon'ble BIFR vide its Order dated 13th January 2012	1232.66
2	Purchase of Clinker	1597.44
3	Royalty paid	17.49
4	Sale of Cement	1205.14

2. The above information is given by way of abundant caution. Approval of shareholders of the Company will be taken, if required, at the next following Annual General Meeting of the Company to be held in August/ September 2015 pursuant to SEBI Circular dated 17<sup>th</sup> April 2014.

For Udaipur Cement Works Limited

  
(R.K. Gupta)  
Whole-time Director, CFO &  
Company Secretary