

## Quarterly Compliance Report on Corporate Governance

**Name of the Company** : **CENTURY PLYBOARDS (INDIA) LIMITED**  
**Quarter Ending on** : **30<sup>th</sup> June, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 ( I )	Yes	With the resignation of one Independent Director with effect from close of business hours on 5 <sup>th</sup> May, 2014, the composition of the Board does not conform to Clause 49(IA).
(A) Composition of Board	49 (IA)	No	
(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	
<b>II. Audit Committee</b>	49 (II)	Yes	
(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. Subsidiaries Companies</b>	49 (III)	Yes	
<b>IV. Disclosures</b>	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IVA)	Yes	
(B) Accounting Treatment	49 (IVB)	Yes	
(C) Board Disclosures	49 (IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	
(E) Remuneration of Directors	49 (IVE)	Yes	
(F) Management	49 (IVF)	Yes	
(G) Shareholders	49 (IVG)	Yes	
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	
<b>VI Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII Compliance</b>	49 (VII)	Yes	

**For Century Plyboards (India) Ltd.**

Kolkata  
July 8, 2014

Sd/-  
**Sundeep Jhunjunwala**  
Company Secretary