

A INFRASTRUCTURE LIMITED

(Formerly Shree Pipes Limited)

Regd. Office & Works : Hamirgarh - 311 025, Distt. Bhilwara (Rajasthan) Phone : 01482-286102, FAX : 01482-286104
Web: www.ainfrastructure.com, Email: bhilwara@kanoria.org, CIN : L25191RJ1980PLC002077

Name of Company: A INFRASTRUCTURE LIMITED

Corporate Governance Report for the quarter ended 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 II		
(A) Composition of Board	49(IIA)	YES	Optimum Combination of Executive, Non-Executive and Independent Directors on the Board.
(B) Independent Directors	49 (IIB)	YES	
(C) Non-Executive Director's Compensation & Disclosures	49 (IIC)	YES	The non executive Directors & Independent Directors are paid only sitting fees. The sitting fee is within the limits prescribed under the Companies Act, 2013.
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	Annual Affirmation of code of conduct has been obtained by company from the Board Members and senior Management personnel and declaration to that effect will be part of Annual Report.
(F) Whistle Blower Policy	49 (IIF)	YES	
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.	Company has no subsidiary Company.
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	YES	
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	YES	
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	There is no change in accounting Policies other than accounting standards.
(C) Remuneration of Director	49 (VIII C)	YES	



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(D) Management	49(VIII D)	YES	Management Discussion and Analysis Report was attached to Annual Report for the year ended 31 st March, 2014 and will be complied in the next Annual Report.
(E) Shareholders	49 (VIII E)	YES	Necessary details were disclosed in Annual Report for the year ended 31 st March, 2014
(I) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	The Company has not made any public issues, rights issues, preferential issues etc. in this quarter
IX.CEO/CFO Certification	49 (IX)	YES	CEO certification was given in the Annual Report for the year ended 31 st March, 2014 and will be complied in the next Annual Report.
X. Report on Corporate Governance	49 (X)	YES	The report on Corporate Governance was attached to the Annual Report for the financial year 2013-14 and was sent to all the shareholders and will be complied in the next Annual Report.
XI. Compliance	49 (XI)	YES	

For **A Infrastructure Limited**

Company Secretary

Dated: 13th July, 2015