

# 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 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	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	
<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 (IIIC)	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>	YES	
<b>V. Subsidiary Companies</b>	<b>49 (V)</b>	N.A.	Company has no subsidiary Company.
<b>VI. Risk Management</b>	<b>49 (VI)</b>	YES	
<b>VII. Related Party Transactions</b>	<b>49 (VII)</b>	YES	
<b>VIII. Disclosures</b>	<b>49 (VIII)</b>		
(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 <sup>st</sup> 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 <sup>st</sup> March, 2014
(I) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII I)	N.A.	The Company has not made any public issues, rights issues, preferential issues etc. in this quarter
IX. CEO/CFO Certification	49 (V)	YES	CEO certification was given in the Annual Report for the year ended 31 <sup>st</sup> March, 2014 and will be complied in the next Annual Report.
X. Report on Corporate Governance	49 (VI)	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 (VII)	YES	

For A Infrastructure Limited

*Nagesh Manchanda*  
Company Secretary



Dated: 12<sup>th</sup> January, 2015