



# SHEEL INTERNATIONAL LTD.

S-237, GREATER KAILASH-II, NEW DELHI-110048  
PHONE : 91-011-32228087, FAX : 91-011-29993450

## Corporate Governance Report

(under Clause 49 of the Listing Agreement)

Name of the Company: - **SHEEL INTERNATIONAL LTD.**

Regd. Address: -S-237, Greater Kailash Part-II, New Delhi-48

CIN no- **L01122DL1990PLC042207**

Period: - Quarter ended 31<sup>st</sup> December , 2012

Particular	Clause of Listing Agreement	Compliance Status	Remarks
I. Board of Directors	49 I	---	
A) Composition of Board	49(IA)	Yes	There is Four Director in the Board, Sh. Nitin Maheshwari as Executive Director/WTD, Sh. Madan Chandra Das Sh. Rishabh Bhuta, and Sh. Rahul Kumar
B) Non- executive Directors Compensation & Disclosure	49(IB)	Yes	Sh. Madan Chandra Das, Sh. Rishabh Bhutra and Sh. Rahul Kumar is the Non-executive Director of the Company.
C) Other Provisions as to Board & Committees	49(IC)	Yes-	-
D) Code of Conduct	49(ID)	Yes	The Board of Directors are working as per code of conduct prescribed in this regard.
II. Audit Committee	49II	-	
A) Qualified & Independent Audit Committee	49 II(A)	Yes	Sh. Madan Chandra Das, Sh. Rishabh Bhutra and Sh. Rahul Kumar
B) Meeting of Audit Committee	49 II(B)	Yes	The Date on which the Audit Committee meeting held on 31 <sup>st</sup> December, 2012
C) Powers of Audit Committee	49 II(C)	Yes	-To Obtain outsider Legal or other professional advice - To Investigate any activity within its term of reference
D) Role of Audit Committee	49 II(D)	Yes	-Major accounting entries involving estimates based on the exercise of judgment by management -Significant adjustments made in the financial statements arising out of audit findings -Compliance with listing and other legal requirements relating to financial statements -Carrying out any other function as is mentioned in the terms of reference of the audit committee -Reviewing, with the management, the quarterly financial statements before submission to the board for approval.





E) Review of Information by Audit Committee	49 II(E)	Yes	1. Management discussion and analysis of financial condition and 2. Management letters / systems of internal control weaknesses issued by the statutory auditors.
III. Subsidiary Companies	49 (III)	N.A	N.A
IV. Disclosures	49( IV)	Yes	
A) Basis of Related Party Transactions	49( IV A)	N.A	N.A
B) Disclosure of Accounting Treatment	49( IV B)	Yes	All the accounting policies as applicable have been disclosed.
C) Board Disclosures	49( IV C)	Yes	Two board meeting held in this particular quarter ended 31 <sup>st</sup> December 3012.
D) Proceeds from Public Issues, right Issues, Preferential Issues etc.	49( IV D)	N.A	There is no proceeds from Public Issue, Right Issues & Preferential Issue etc since 1993.
E) Remuneration of Directors	49( IV E)	yes	
F) Management	49( IV F)	Yes	
G) Shareholders	49( IV G)	Yes	Total No of Share holder <b>19422 as on 31.12.2012</b>
V. CEO/CFO Certification	49 (V)	yes	Sh. Nitin Maheshwari is appointed as WTD/CEO/ Executive Director of the Company.
VI. Report on Corporate Governance	49 (VI)	Yes	Report on Corporate Governance is being submitted quarterly.
VII. Compliance	49 (VII)	yes	All compliance is being made on regular basis.

Thanking you  
Yours faithfully.

For **SHEEL INTERNATIONAL LIMITED.**

**DIRECTOR**

