

**Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**

**Name of the Company : METAL COATINGS (INDIA) LIMITED**  
**Quarter ending on : 30<sup>th</sup> September, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	YES	---
(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)		---
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	---
(B) Meeting of Audit Committee	49 (IIB)	YES	---
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	YES	---
(D) Role of Audit Committee	49 II(D)	YES	---
(E) Review of Information by Audit Committee	49 (IIE)	YES	---
<b>III. Subsidiary Companies</b>	49 (III)	N.A	---
<b>IV. Disclosures</b>	49 (IV)		---
(A) Basis of related party transactions	49 (IV A)	YES	---
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	---
(C) Board Disclosures	49 (IV C)	YES	---
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	---
(E) Remuneration of Directors	49 (IV E)	YES	---
(F) Management	49 (IV F)	YES	---
(G) Shareholders	49 (IV G)	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 Metal Coatings (India) Limited**

*Anu Kumari*

**Anu Kumari**  
**Company Secretary**

**Place : New Delhi**

**Date : 8<sup>th</sup> October, 2014**