

## Quarterly Compliance Report on Corporate Governance

Name of the Company : **Borosil Glass Works Limited**

Quarter ending on : **June 30, 2015**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No)	Remarks
1	2	3	4
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors (IDs)	49(II B)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(II C)	Yes	
(D) Other provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49(II E)	Yes	
(F) Whistle Blower Policy	49(II F)	Yes	
<b>III. Audit Committee</b>	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	
<b>IV. Nomination and Remuneration Committee (NRC)</b>	49(IV)	Yes, Except, Presence of Chairman of NRC Committee at AGM, which will be complied at the next AGM	
<b>V. Subsidiary Companies</b>	49(V)	Yes	Complied in the Annual Report for 2014-15 – to be dispatched.

<b>VI. Risk Management</b>	49(VI)	Yes	Constitution of Risk Management Committee is presently not applicable to the Company.
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Complied in the Annual Report for 2014-15 – to be dispatched.
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	Complied in the Annual Report for 2014-15- to be dispatched.
(F) Proceeds from public issues, rights issue, preferential issue, etc.	49 (VIII F)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Complied in the Annual Report for 2014-15 – to be dispatched.
<b>XI. Compliance</b>	49 (XI)	Yes	Certificate from Auditors obtained being sent alongwith Annual Report to Shareholders.

**For Borosil Glass Works Limited**

Place : Mumbai  
Date : June 6, 2015

**Lovelina Faroz**  
**Company Secretary & Compliance Officer**