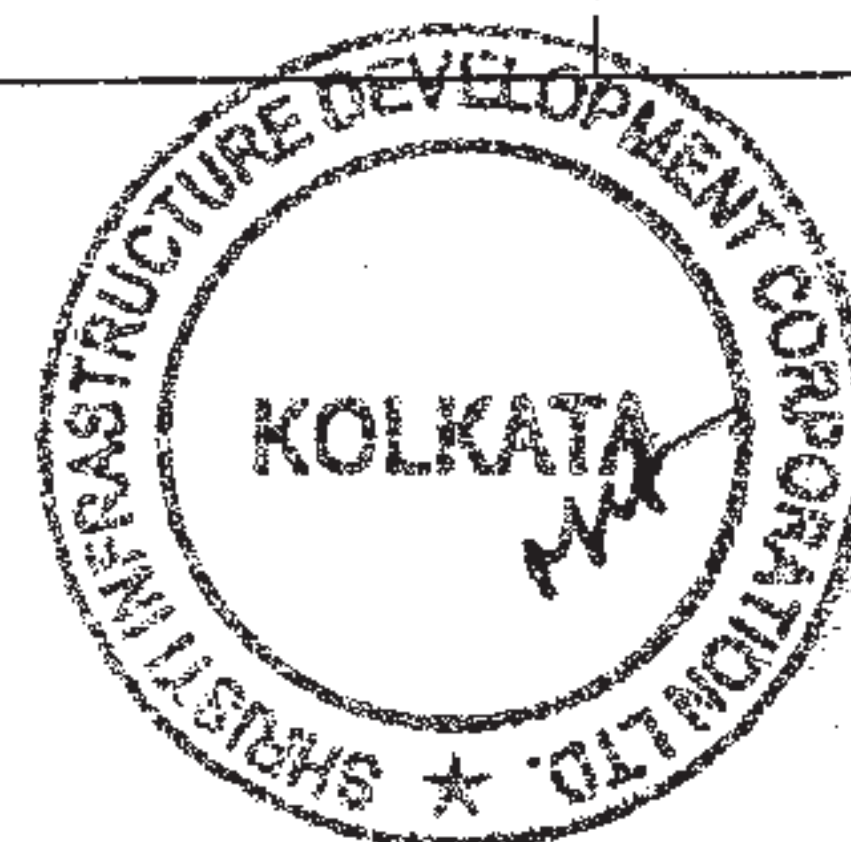


**Quarterly Compliance Report on Corporate Governance  
under Clause 49 of Listing Agreement**

**Name of the Company: SHRISTI INFRASTRUCTURE DEVELOPMENT  
CORPORATION LIMITED (Scrip Code - 511411)**

**Quarter ended : 31<sup>st</sup> December, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49 (IIA)	Yes	Total strength of the Board is : 7 No. of Executive Director : 1 No. of Non-Executive & Independent Directors : 5 No. of Non-Executive Director : 1
(B) Independent Directors	49 (IIB)	Yes	Total No. of Independent Director in the Board : 5
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	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	



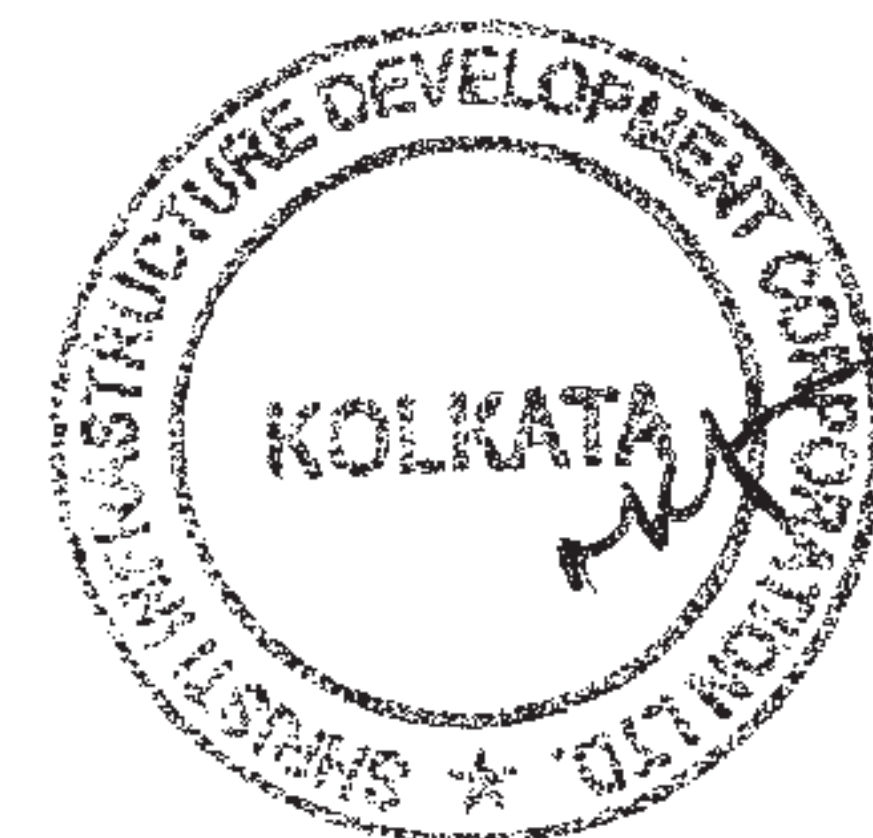
Shristi Infrastructure Development Corporation Ltd.

**Corporate Office** : D-2, 5th Floor, Southern Park , Saket Place, Saket, New Delhi - 110 017, India, T. : +91 11 6602 5600 F. : +91 11 6602 5818  
**Registered Office** : Plot No. X - 1, 2 & 3, Block-EP, Sector-V, Salt Lake City, Kolkata-700 091, T. : +91 33 4020 2020/4015 4646 F. : +91 33 4020 2099  
 E. : contact@shristicorp.com www.shristicorp.com CIN - L 65922WB1990PLC049541



Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
(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>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	There are no material transactions
<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	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
<b>V. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (X)	Yes	
<b>VII. Compliance</b>	49(XI)	Yes	

Dated : January 14, 2015



Shristi Infrastructure Development Corporation Ltd.

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