

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER  
CLAUSE 49 OF THE LISTING AGREEMENT**

NAME OF THE COMPANY: OCL IRON AND STEEL LIMITED  
SECURITY CODE BSE : 533008, NSE : OISL  
QUARTER ENDING ON: 30.06.2015

Particulars	Clause(s) of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49(IIA)	YES	
(B) Independent Directors	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 III(D)	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	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	YES	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	
(C) Remuneration of Directors	49 (VIIIC)	YES	Will be complied in the next Annual Report
(D) Management	49 (VIIID)	YES	Will be complied in the next Annual Report
(E) Shareholders	49 (VIIIE)	YES	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIIIF)	N.A	
<b>IX. CEO/CFO Certification</b>	49 (IX)	YES	Will be complied in the next Annual Report
<b>X. Report on Corporate Governance</b>	49 (X)	YES	Will be complied in the next Annual Report
<b>XI. Compliance</b>	49 (XI)	YES	Will be complied in the next Annual Report

**FOR OCL IRON AND STEEL LIMITED**

**JYOTI MISHRA**  
**COMPANY SECRETARY**  
**Date: July 13, 2015**  
**Place: New Delhi**