

Name of the Company : **Orosil Smiths India Limited** (formerly known as Silver Smith India Ltd)
Scrip Code : 531626
ISIN No : INE628B01026
Quarter ending on : 31st December, 2014

**Quarterly Compliance Report on Corporate Governance
(Pursuant to Clause 49 of Listing Agreement)**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I	Yes	
(A) Composition of Board	49(IA)	No	*Company is in process of appointing one more Independent Director.
(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	
II. Audit Committee	49 (II)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A	Company do not have any material Non-Listed Indian Subsidiary
V. Disclosures	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosures of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(C) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	
(D) Remuneration of Directors	49 (IV E)	Yes	
(E) Management	49 (IV F)	Yes	
(F) Shareholders	49 (IV G)	Yes	
V.CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

*Note: Presently, Company has one Managing Director, One Whole-Time Director, One Independent Director and a Secretary. We regret for the non-compliance occurred due to resignation of an Independent Director on a very short notice.

For **OROSIL SMITHS INDIA LTD.**
(Formerly Known as Silver Smith India Ltd.)

Sd/-
B.K Narula
Managing Director

Date: 10th January, 2015
Place: Noida