HICS CEMENTS LIMITED

Shah Commercial Centre station Road, Bhuj, Gujarat - 370001 CIN: L26940GJ1981PLC004170

Quarterly Compliance Report on Corporate Governance

Name of the Company: HICS CEMENTS LIMITED Quarter ending on: June, 2014

| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------------|--------------------------------|---|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | YES | NIL |
| (B) Non-executive Directors' compensation & disclosures | 49 (IB) | YES | NIL |
| (C) Other provisions as to Board and Committees | 49 (IC) | YES | NIL |
| D) Code of Conduct | (49 (ID) | YES | NIL |
| II. Audit Committee | 49 (II) | | |
| (A)Qualified & Independent Audit Committee | 49 (IIA) | YES | NIL |
| (B)Meeting of Audit Committee | 49 (IIB) | YES | NIL |
| (C)Powers of Audit Committee | 49 (IIC) | YES | NIL |
| (D)Role of Audit Committee | 49 II(D) | YES | NIL |
| (E)Review of Information by Audit Committee | 49 (IIE) | YES | NIL |
| III. Subsidiary Companies | 49 (III) | YES | NA |
| IV. Disclosures | 49 (IV) | YES | NIL |
| (A)Basis of related party transactions | 49 (IV A) | YES | Will be complied with at the AGM |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | YES | Will be complied with at the AGM |
| (C)Board Disclosures | 49 (IV CB) | YES | Will be complied with at the AGM |
| (D)Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D) | YES | Will be complied with at the AGM |
| (E)Remuneration of Directors | 49 (IV E) | YES | Will be complied with at the AGM |
| (F)Management | 49 (IV F) | YES | Will be complied with at the AGM |
| (G)Shareholders | 49 (IV G) | YES | Will be complied with at the AGM |
| V.CEO/CFO Certification | 49 (V) | YES | Will be complied in the next Annual Report |
| VI. Report on Corporate Governance | 49 (VI) | YES | Will be complied with at the AGM |
| VII. Compliance | 49 (VII) | YES | Will be complied with at the AGM |

Date: 12th July, 2014 Place: Bhuj

For Hics Cements Limited DOW

INDIA

Ketan Khimani Director Din: 00555000