

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **GALLANTT ISPAT LIMITED**

Quarter ending on: 31st December, 2012

| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------|-----------------------------|---|
| I. Board of Directors | 49 I | | |
| (A) Composition of Board | 49 (IA) | Yes | |
| (B) Non-executive Directors' compensation and disclosures | 49 (IB) | Yes | |
| (C) Other provisions as to Board and Committees | 49 (IC) | Yes | |
| (D) Code of Conduct | 49 (ID) | Yes | The Board has laid down a code of conduct for all Board members and senior management and has been posted on the web-site of the Company. |
| II. Audit Committee | 49 II | | |
| (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. | The Company has no subsidiary Company(ies). |
| IV. Disclosures | 49 IV | | |
| (A) Basis of related party transactions | 49 (IVA) | Yes | "Will be complied with in the next Annual Report." |
| (B) Disclosure of Accounting | 49 (IVB) | N.A. | In the preparation of the |

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| Treatment | | | financial statements, treatment as prescribed in an Accounting Standard has been followed. Hence no disclosure is required. |
| (C) Board Disclosures-Risk Management | 49 (IVC) | Yes | |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD) | N.A. | Company has not procured fund in the quarter through public issue, rights issues, preferential issues etc. |
| (E) Remuneration of Directors | 49 (IVE) | N.A. | “Will be complied with in the next Annual Report” |
| (F) Management | 49 (IVF) | N.A. | “Will be complied with in the next Annual Report” |
| (G) Shareholders | 49 (IVG) | N.A. | “will be complied with at the AGM. |
| V. CEO/CFO Certification | 49 (V) | Yes | |
| VI. Report on Corporate Governance | 49 (VI) | N.A. | “Will be complied with in the next Annual Report” |
| VII. Compliance | 49 (VII) | N.A. | “Will be complied with in the next Annual Report” |