

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

NAME OF THE COMPANY: OCL IRON AND STEEL LIMITED

QUARTER ENDING ON: 30.06.2014

Particulars	Clause(s) 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 & Disclosures	49 (IB)	YES	
(C) Other Provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	(49 (ID)	YES	Will be complied in the next Annual Report
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 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	YES	
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Will be complied in the next Annual Report
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	N.A.	Will be complied in the next Annual Report
(F) Management	49 (IV F)	N.A.	Will be complied in the next Annual Report
(G) Shareholders	49 (IV G)	YES	
V. CEO/CFO Certification	49 (V)	N.A.	Will be complied in the next Annual Report
VI. Report on Corporate Governance	49 (VI)	N.A.	Will be complied in the next Annual Report
VII. Compliance	49 (VII)	N.A.	Will be complied in the next Annual Report

FOR OCL IRON AND STEEL LIMITED

Sd/-
COMPANY SECRETARY