



## FACOR ALLOYS LIMITED

Regd. Office & Works: SHREERAMNAGAR-535 101, Dist. Vizianagaram, A.P., India CIN L27101AP2004PLC043252  
Phones: +91 8952 282029, 282038, 282456 Fax: +91 8952 282188 E-Mail: [facoralloys@facorgroup.in](mailto:facoralloys@facorgroup.in) Website: [WWW.facorgroup.in](http://WWW.facorgroup.in)

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HSC/198/QSEX/

04th July, 2015

The General Manager,  
The Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 001

FAX NO. 022-22722011/ 61  
22723121

Dear Sir,

Attn. Mr K. Gopalkrishnan, General Manager

Re: Confirmation regarding Compliance of Revised Corporate Governance norms under amended Clause 49 of the Listing Agreement

With reference to your Circular Letter No. DCS/COMP/10/2014-15 Dated 16th September, 2014 addressed to all the listed companies on the above subject, we hereby confirm that the Company has complied with the Revised Corporate Governance norms under amended Clause 49 with effect from 1<sup>st</sup> October, 2014.

As required we are also enclosing herewith the Quarterly Corporate Governance Report for the quarter ended 30th June, 2015 for your reference and records.

You are requested to take the aforesaid report on record under intimation to us.

A line in confirmation is earnestly requested.

Please acknowledge receipt.

Thanking you,  
Yours faithfully,  
For FACOR ALLOYS LTD.,

(S.S. SHARMA)  
SECRETARY

Encl: As above.

Cc to: Madam Neha Gada, DCS-CRD, BSE, Mumbai

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Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, Dist. Gautam Buddh Nagar, Uttar Pradesh-201 301 India

Phones: +91-120417 1000 Fax: +91-120425 6700, E-Mail: [facordelhi@facorgroup.in](mailto:facordelhi@facorgroup.in)

Head Office: Shreeram Bhawan, Tumsar - 441 912, Dist. Bhandara, Maharashtra, India, Phones: +91 7183 232233, 232251, 232028 Fax: +91 7183 232271, E-Mail: [facorho@facorgroup.in](mailto:facorho@facorgroup.in)



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### Quarterly Compliance Report on Corporate Governance

Name of the Company : FACOR ALLOYS LIMITED  
Quarter Ending on : 30th June, 2015

Particulars	Clause 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 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	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 (IIID)	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)	No	Under Implementation
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	Disclosed in the Annual Report- 2013-14
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Shall be disclosed in the Annual Report- 2014-15
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	

#### Note:

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (VII).
- 3) In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

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