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CIN : L27310GJ1960PLC000998



**Palco Metals Limited**

5<sup>th</sup> October, 2015

To,  
The Manager  
Bombay Stock Exchange Limited.  
Phiroje Jeejeebhoy Tower's,  
Dalal Street,  
Mumbai-400 001

Ref.: Company Code 539121

**Subject: Submission of Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement for quarter ended on 30<sup>th</sup> September, 2015**

Dear Sir,

We have enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended on 30<sup>th</sup> September, 2015 in prescribed format of Clause 49 of the Listing Agreement.

Pleased find the same in order and take it on your record.

Thanking You,

Yours Faithfully,

**For PALCO METALS LIMITED**

**KANAIYALAL AGRAWAL  
WHOLE TIME DIRECTOR  
DIN: 00594240**

Encl.: As Above



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

NAME OF THE COMPANY : PALCO METALS LIMITED  
 QUARTER ENDING ON : 30<sup>th</sup> September, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49 II	Yes	N.A.
(A) Composition of Board	49 (IIA)	Yes	N.A.
(B) Independent Directors	49 (IIB)	Yes	N.A.
(B)Non - executive Directors' Compensation & Disclosures	49 (IIC)	Yes	N.A.
(C) Other Provisions as to Board and Committees	49 (IID)	Yes	N.A.
(D) Code of Conduct	49 (IIE)	Yes	N.A.
(E) Whistle Blower Policy	49 (IIF)	Yes	N.A.
<b>III. Audit Committee</b>	49 (III)	Yes	N.A.
(A)Qualified & Independent Audit Committee	49 (IIA)	Yes	N.A.
(B)Meeting of Audit Committee	49 (IIIB)	Yes	N.A.
(C)Powers of Audit Committee	49 (IIIC)	Yes	N.A.
(D)Role of Audit Committee	49 (IIID)	Yes	N.A.
(E)Review of Information by Audit Committee	49 (IIIE)	Yes	N.A.
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	N.A.
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	N.A.
<b>VI. Risk Management</b>	49 (VI)	Yes	N.A.
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	N.A.
<b>VIII. Disclosures</b>	49 (VIII)		
(A)Related Party Transactions	49 (VIII A)	Yes	N.A.
(B)Disclosure of Accounting Treatment	49 (VIII B)	Yes	N.A.
(C) Remuneration of Directors	49 (VIII C)	Yes	N.A.
(D) Management	49 (VIII D)	Yes	N.A.
(E) Shareholders	49 (VII E)	Yes	N.A.
(F) Proceeds from public issues, right issue, preferential issues, etc.	49 ( VII F)	N.A.	N.A.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	N.A.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	N.A.
<b>XI. Compliance</b>	49 (XI)	Yes	N.A.

For PALCO METALS LIMITED

*Kanay Lal Agrawal*

KANAY LAL AGRAWAL  
 DIN: 00594240  
 DIRECTOR

Date: 5<sup>th</sup> October, 2015