

Name of the Company:

FOCUS INDUSTRIAL RESOURCES LIMITED

Quarter ending on: **31st December, 2014**

Particulars	Clause of Listing Agreement	Compliance status (Yes/No)	Remarks
II Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	-
(B) Independent Directors	49(II B)	Yes	-
(C) Non-executive directors' compensation & disclosure	49(II C)	Yes	-
(D) Other provisions as to Board and Committees	49(II D)	Yes	The Board has reviewed periodically the status of legal compliances
(E) Code of Conduct	49(II E)	Yes	The Code of Conduct applies to all Managing/ Executive Directors and employees. The codes have been posted on the website of the company.
(F) Whistle Blower Policy	49(II F)	Yes	The policy have been posted on the website of the company.
III Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49(III A)	Yes	-
(B) Meeting of Audit Committee	49(III B)	Yes	-
(C) Powers of Audit Committee	49 (III C)	Yes	-
(D) Role of Audit Committee	49 (III D)	Yes	-
(E) Review of information by Audit Committee	49 (III E)	Yes	-
IV. Nomination and Remuneration committee	49 (IV)	Yes	-
V. Subsidiary Companies	49 (V)	N.A	-
VI. Risk Management	49 (VI)	Yes	-
VII. Related Party Transactions	49 (VII)	N.A	-
VIII. Disclosures	49 (VIII)		
(A) Related Party transactions	49 (VIII A)	N.A	-
(B) Disclosure of Accounting treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	-
(D) Management	49 (VIII D)	Yes	-
(E) Shareholders	49 (VIII E)	Yes	-
(F) Disclosure of resignation of Directors	49 (VIII F)	N.A	-
(G) Disclosure of formal letter of Appointment	49 (VIII G)	Yes	-
(H) Disclosure in the Annual report	49 (VIII H)	Yes	-
(I) Proceeds from public issues, rights issue, preferential issues etc	49 (VIII I)	N.A	-
IX CEO/CFO Certification	49 (IX)	Yes	-
X Report on Corporate Governance	49 (X)	Yes	Annual Corporate Governance report already forms part of Annual Report. Quarterly compliance reports are regularly submitted to Stock Exchanges.
XI Compliance	49 (XI)	Yes	Auditors' certificate on compliance of the conditions of corporate governance is included in the Annual Report.

For FOCUS INDUSTRIAL RESOURCES LIMITED


(Adarsh Kumar Jindal)
Managing Director
DIN: 00045715