

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **The Paper Products Limited**
 Quarter ended on : **March 31, 2014**

| 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 & disclosures | 49 (IB) | Yes | |
| (C) Other provisions as to Board and Committees | 49 (IC) | Yes | |
| (D) Code of conduct | 49 (ID) | Yes | |
| 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) | Yes | |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of related party transactions | 49 (IVA) | Yes | |
| (B) Disclosure of Accounting treatment | 49 (IVB) | Yes | |
| (C) Board Disclosures | 49 (IVC) | Yes | |
| (D) Proceeds from public issues, right Issues, Preferential issues etc. | 49 (IVD) | Not Applicable | |
| (E) Remuneration of Directors | 49 (IVE) | Yes | |
| (F) Management | 49 (IVF) | Yes | |
| (G) Shareholders | 49 (IVG) | Yes | |
| V. CEO / CFO Certification | 49 (V) | Yes | |
| VI. Report on Corporate Governance | 49 (VI) | Yes | |
| VII. Compliances | 49 (VII) | Yes | |

Date : 03.04.2014

Place : Mumbai

For **The Paper Products Limited**


Anand Daga
 Company Secretary & Head - Legal