QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Shelter Infra Projects Limited

Quarter Ending on : 31st December, 2011

Particulars		ter Ending on : 31 st December, 2011			
I. Board of Directors (A) Composition of Board (B) Non-executive Directors' compensation & disclosures (C) Other provisions as to Board and 49(IC) Yes Committees (D) Code of Conduct (B) Meeting of Audit Committee (C) Powers of Audit Committee (C) Powers of Audit Committee (D) Role of Audit Committee (E) Review of Information by Audit Committee (E) Review of Information by Audit Committee (B) Basis of related party transactions (C) Proceeds from public issues, rights issues, preferential issues etc.	Partic	culars		1	Remarks
(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(ID) 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 (IID) Yes (D) Role of Audit Committee 49 (IID) Yes (E) Review of Information by Audit Committee 49 (IIE) Yes III. Subsidiary Companies 49 (III) N.A. IV. Disclosures 49 (IV) (A) Basis of related party transactions 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.		1 g 2 4 9 5 7 7 7 7 2 3 3 3 3 2	Agreement	(Yes/No)	
(B) Non-executive Directors' compensation & disclosures (C) Other provisions as to Board and Committees (D) Code of Conduct (B) Meeting of Audit Committee (C) Powers of Audit Committee (B) Role of Audit Committee (C) Powers of Audit Committee (B) Review of Information by Audit Committee (B) Review of Information (B) Role of Audit Committee (C) Powers of Audit Committee (D) Role of Audit Committee (E) Review of Information by Audit Committee (E) Review of Information (B) Basis of related party transactions (C) Proceeds from public issues, rights issues, preferential issues etc. (C) Proceeds from public issues, rights issues, preferential issues etc. (C) Proceeds from public issues, rights issues, preferential issues etc.	I. Bo	oard of Directors	49 I		
disclosures 49(IB) Yes (C) Other provisions as to Board and 49(IC) Yes Committees (D) Code of Conduct 49(ID) Yes II. Audit Committee. (A) Qualified & Independent Audit Committee 49 (IIA) Yes (B) Meeting of Audit Committee 49 (IIB) Yes (C) Powers of Audit Committee 49 (IID) Yes (D) Role of Audit Committee 49 (IID) Yes (E) Review of Information by Audit Committee 49 (III) Yes III. Subsidiary Companies 49 (III) N.A. IV. Disclosures 49 (IVA) Yes (B) Board Disclosures 49 (IVA) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(A)	Composition of Board	49(IA)	Yes	
Committees (D) Code of Conduct 49(ID) Yes II. Audit Committee. (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 (III) Yes III. Subsidiary Companies 49 (III) N.A. IV. Disclosures 49 (IVA) Yes (B) Board Disclosures 49 (IVA) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(B)		49(IB)	Yes	
(D) Code of Conduct II. Audit Committee. (A) Qualified & Independent Audit Committee (B) Meeting of Audit Committee (C) Powers of Audit Committee (D) Role of Audit Committee (E) Review of Information by Audit Committee (E) Review of Information	(C)	1	49(IC)	Yes	
(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) N.A. IV. Disclosures 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(D)		49(ID)	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) N.A. IV. Disclosures 49 (IV) (A) Basis of related party transactions 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	II. A	udit Committee	49(II)		
(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) N.A. IV. Disclosures 49 (IV) (A) Basis of related party transactions 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(A)	Qualified & Independent Audit Committee	49 (IIA)	Yes	
(D) Role of Audit Committee 49 (IID) Yes (E) Review of Information by Audit Committee 49 (IIE) Yes III. Subsidiary Companies 49 (III) N.A. IV. Disclosures 49 (IV) (A) Basis of related party transactions 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(B)	Meeting of Audit Committee	49 (IIB)	Yes	
(E) Review of Information by Audit Committee 49 (IIE) Yes III. Subsidiary Companies 49 (III) N.A. IV. Disclosures 49 (IV) (A) Basis of related party transactions 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(C)	Powers of Audit Committee	49 (IIC)	Yes	
III. Subsidiary Companies IV. Disclosures (A) Basis of related party transactions (B) Board Disclosures (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVA) Yes 49 (IVB) Yes 49 (IVC) N.A.	(D)	Role of Audit Committee	49 (IID)	Yes	
IV. Disclosures (A) Basis of related party transactions (B) Board Disclosures (C) Proceeds from public issues, rights issues, preferential issues etc. (C) Proceeds from public issues, rights issues, 49 (IVC) (D) Remuneration of Disclosures	(E)	Review of Information by Audit Committee	49 (IIE)	Yes	
(A) Basis of related party transactions 49 (IVA) Yes (B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	III. S	ubsidiary Companies	49°(III)	N.A.	
(B) Board Disclosures 49 (IVB) Yes (C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	IV. D	isclosures	49(IV)		
(C) Proceeds from public issues, rights issues, preferential issues etc. 49 (IVC) N.A.	(A)	Basis of related party transactions	49 (IVA)	Yes	
preferential issues etc. 49 (IVC) N.A.	(B)	Board Disclosures	49 (IVB)	Yes	
(D) Remuneration (D)	(C)	Proceeds from public issues, rights issues,			
(D) Remuneration of Directors 49 (IVD) Yes Complied with in t		preferential issues etc.	49 (IVC)	N.A.	
Annual Report	(D)	Remuneration of Directors	49 (IVD)	Yes	Complied with in the Annual Report
(E) Management 49 (IVE) Yes - do -	E)	Management	49 (IVE)	Yes	- do -
(F) Shareholders 49(IVF) Yes - do -	F)	Shareholders	49(IVF)	Yes	- do -

Contd.....2

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
V. CEO/CFO Certification	49(V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	Complied with in the Annual Report
VII. Compliance	49(VII)	Yes	- do -

Date: 02.01. 2012

(K. L. Surana)

Compliance Officer

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(IV A).
- 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

The information furnished above is certified by **Shelter Infra Projects Limited** to be true, fair and accurate (except in respect of errors in or omissions from documents filed electronically that result solely from electronic transmission errors beyond our control and in respect of which we take corrective action as soon as it is reasonably practicable after becoming aware of the error or the omission). SEBI, the Stock Exchanges or the CFDS do not take any responsibility for the accuracy, validity, consistency and integrity of the data entered and updated by it.

Compliance Officer

K. L. Surana

Designation

Company Secretary

Name of the Company

Shelter Infra Projects Limited