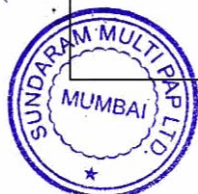


Quarterly Compliance Report on Corporate Governance

Name of the Company : Sundaram Multi Pap Limited

Quarter ending on : 30th June, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	Criteria for performance evaluation of Independent Directors will be disclosed in the Annual Report of F.Y 2014-15 and Same also has been placed on Company's Website. Policy on Familiarization Programme of Independent Directors has been placed on Company's website. Separate meeting of the Independent Directors for the F.Y. 2015-16 shall be held prior to the end of F.Y. 2015-16.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	N.A	No Sitting Fees / Remuneration are paid to the Non-executive Directors. Necessary disclosures will be made in the Annual Report of F.Y 2014-15.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	A declaration by the CEO of affirmation of Board members and senior management personnel for compliance with the code of conduct will be given in the Annual Report of F.Y 2014-15. Policy on Code of conduct has been placed on the company's website.



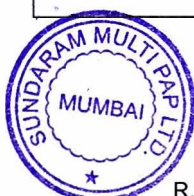
R.O. 5/6 Papa Industrial Estate, Suren Road, Andheri (East), Mumbai- 400 093, INDIA

Tel: 022 67602200 Fax: (91-22) 67602244

Plant: Plot No. 33 to 37, Sundaram Industrial Zone, Palghar (W) 401 404, Maharashtra, INDIA. Tel: 02525 253166, 254166, Fax: 02525 253198

Email: info@sundaramgroups.in Web: www.sundaramgroups.in

(F) Whistle Blower Policy	49 (IIF)	Yes	The details of establishment of Vigil mechanism will be disclosed in the Board's Report for the F.Y 2014-15. Whistle Blower Policy has also been placed on Company's website.
III. Audit Committee	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	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	-
V. Subsidiary Companies	49 (V)	Yes*	-
VI. Risk Management	49 (VI)	Yes	Constitution of Risk Management Committee is not applicable to the Company.
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	The Company has not entered into transactions with the Related Party falling within the purview of sub Clause VII of Clause 49 of the Listing Agreement. Policy on Related Party Transactions has been already uploaded on Company's Website and web link for the same will also be provided in the Annual Report of FY 2014-15.
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Necessary disclosures will be made in Corporate Governance Report for F.Y 2014-15



(C) Remuneration of Directors	49 (VIII C)	Yes	Necessary disclosures will be made in the Annual Report and Corporate Governance Report of F.Y 2014-15
(D) Management	49 (VIII D)	Yes	Management Discussion and Analysis Report will be attached to the Annual Report of F.Y 2014-15
(E) Shareholders	49 (VIII E)	Yes	Necessary disclosure will be made in the Annual Report of F.Y 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	-
IX. CEO/CFO Certification	49 (IX)	Yes	Necessary certification from the Managing Director/CFO for the F.Y 2014-15 will be obtained and the same will be provided in the Corporate Governance Report of 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Corporate Governance Report for the year ended 31 st March, 2015 will be annexed with the Annual Report of F.Y 2014-15. Further Quarterly Compliance Reports are regularly submitted to the Stock Exchanges.
XI. Compliance	49 (XI)	Yes	Compliance Certificate for the financial year ended 31 st March, 2015 will be annexed to the Annual Report of F.Y 2014-15

* The Company is having one wholly owned Subsidiary Company; however it is not material subsidiary.

For Sundaram Multi Pap Limited

Makwana

Manik R. Makwana
Company Secretary & Compliance Officer



Date: 09/07/2015

Place: Mumbai