



Ref.No.:GRM/AS/2015-16/11

Date : 10/07/2015

To ,
The Bombay Stock Exchange Limited
Corporate Relation Deptt.
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalal Street, Fort,
Mumbai-4000 01

COMPANY CODE NO. : 531449.

Re.: Quarterly Compliance

Dear Sir/Madam,

Sub: Corporate Governance Report

Pursuant to the Listing Agreement Executed with this exchange, please find attached the following for the quarter ended June, 2015.

- a) Corporate Governance Report.

This is for your information and record.

Thanking You,

Yours faithfully
For GRM Overseas Limited
For GRM OVERSEAS LTD.

Vijay Kumar Dwivedi
Vijay Kumar Dwivedi
(Company Secretary)
M.No. A-36168

CIN-L74899DL1995PLC064007

Works / Corporate Office : Gohana Road, Near Sugar Mills, Panipat-132103 (Haryana) India. Tel. : + 91-180-2652524, 2652476
: 8 K.M. Stone, Gohana- Rohtak Road, Village Naultha, Panipat- 132103 (Haryana) India. Fax : +91-180-2653673

Quarterly Compliance Report on Corporate Governance

Name of the Company: GRM OVERSEAS LIMITED
Scrip Code : 531449
Quarter ending on : 30TH JUNE, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(II)	Yes	
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
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)	N.A.	The Company does not have any Subsidiary
VI. Risk Management	49(VI)	YES	
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	
(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	
(I) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII I)	N.A.	



Contd.....

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IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

NOTE:

As on the date of this Corporate Governance Report the Company does not have any subsidiary and further in the recent past the Company has not come out with any public issue, right issue, preferential issue etc. The Company Come out with a Public Issue in the Year 1995 and it has never come with any right issue, preferential issue etc. thereafter.

Place: New Delhi
Date: 10.07.2015

For GRM Overseas Limited



(Vijay Kumar Dwivedi)
Compliance Officer

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