

PHIL CORPORATION LIMITED



Registered Office : Vision House, Tivim Industrial Estate, Mapusa Goa 403 526
Tel No. 0832 2257347 / 2257899 / 2257726, Fax No.: (0832) 2257729

CIN L33208GA1983PLC000520

Dated:15/01/2015

To,
Bombay Stock Exchange Ltd,
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai 400 001

Dear Sir,

Kind Attn: Mr Iyer Gopalkrishnan, General Manager -Corporate Services


Dear Sir

Sub:Quarterly Compliance Report on Corporate Governance -Compliance with Clause 49 of the listing agreement

As required under clause 49 of the Listing agreement, we furnish herewith in duplicate, the Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December 2014

Thanking You

Yours Faithfully
For Phil Corporation Limited


Pratika Shenvi Dessai
Company Secretary



Quarterly Compliance Report on Corporate Governance

Name of the Company: Phil Corporation Limited

Quarter ending on :31st December 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Director	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 Committees	49 (IID)	Yes	
E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)	Yes	
(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 (III E)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	NA	
VI. Risk Management	49 (VI)	NA	Applicable to top 100 Companies.
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	To be Complied in Annual Report 2014-15
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	To be Complied in Annual Report 2014-15
(C) Remuneration of Directors	49 (VIII C)	Yes	To be Complied in Annual Report 2014-15
(D) Management	49 (VIII D)	Yes	To be Complied in Annual Report 2014-15
(E) Shareholders	49 (VIII E)	Yes	To be Complied in Annual Report 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	
IX. CEO/CFO Certification	49 (IX)	Yes	To be Complied in Annual

Prasanna



			Report 2014-15
X. Report on Corporate Governance	49 (X)	Yes	To be Complied in Annual Report 2014-15
XI. Compliance	49 (XI)	Yes	To be Complied in Annual Report 2014-15

Note:

The paid up Share capital of the Company is Exceeding Rs 10 crores but the Net worth of the Company is not Exceeding 25 Crores as on 31.03.2014.

For Phil Corporation Limited

Dated :14.01.2015



Prasad
Compliance Officer