



No. Sec./A-SE/15-16/002

April 14, 2015

Corporate Relationship Department
BSE Limited
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051

Scrip Code : 500295

Scrip Code : SSLT -EQ

Dear Sir / Madam,

Sub : Quarterly Report of Compliance with Clause 49 of the listing Agreement for the quarter ended 31.03.2015

We enclose herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended March 31, 2015

Thanking you,

Yours sincerely
For Sesa Sterlite Limited


Rajiv Choubey 14.04.2015
Company Secretary & AVP-Legal

Encl.: as above

Sesa Sterlite Limited (Formerly known as Sesa Goa Limited)
DLF Atria, Jacaranda Marg, DLF City Phase II, Gurgaon - 122 002, Haryana
T +91-124 4593000 www.sesasterlite.com

Registered Office: Sesa Ghor, 20 EDC Complex, Patto, Panaji (Goa) - 403 001
CIN: L13209GA1965PLC000044

Quarterly Compliance Report on Corporate Governance for Quarter ended March 31, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
II Board of Directors	49 II		
(A) Composition of Board	49 IIA)	Yes	<ul style="list-style-type: none"> As on Dec 31, 2014, the Board comprised of 8 directors out of which 4 were independent directors and 4 were executive directors. Mr. G.D. Kamat, Independent Director of the Company ceased to be a director from Jan. 27, 2015 due to his sudden demise. The company is in the process of filling the vacancy. Mrs. Lalita D. Gupte is the Woman Independent Director appointed on March 29, 2014 and now appointed for the fixed term of 3 years on Jan. 29, 2015.
(B) Independent Directors	49 (IIB)	Yes	<ul style="list-style-type: none"> Formal letters have been issued to independent directors and same is disclosed on the Company's website. The Nomination and Remuneration committee has laid down the Evaluation criterion for performance evaluation of Independent Directors and also for the Board and its Committees. The same will be disclosed in the Annual Report. Separate Meeting of the Independent Directors was held on March 27, 2015. The Company has a Familiarisation programme in place.
(C) Non-Executive Directors' compensation & disclosures	49 (IIC)	Yes	-
(D) Other Provisions as to Board and	49 (IID)	Yes	

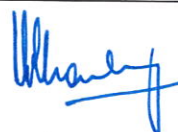
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(D) Other Provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	-
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee 49	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	The necessary disclosures will be made in the next Annual Report.
VI Risk Management	49 (VI)	Yes	-
VII Related Party Transactions	49 (VII)	Yes	All Related Party Transactions are subject to prior approval of the Audit Committee. The Company has formulated a policy on the Related Party Transactions.
VIII Disclosures			
(A) Related Party Transactions	49 (VIIIA)	Yes	No material Related Party Transactions were entered by the Company during the quarter under review.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	Required disclosures were made in the Annual Report for the year 2013-14 and will also be complied in the next Annual Report.
(D) Management	49 (VIII D)	Yes	Required disclosures were made in the Annual Report for the year 2013-14 and will also be complied in the next Annual Report.
(E) Shareholders	49 (VIII E)	Yes	Required disclosures were made in the Annual Report for the year 2013-14 and will also be complied in the next Annual Report.
(F) Proceeds from public issues, rights issue, preferential issues etc	49 (VIII F)	NA	-
IX.CEO/CFO Certification	49 (IX)	Yes	-

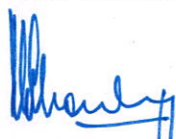
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X Report on Corporate Governance	49 (X)	Yes	Required disclosures were made in the Annual Report for the year 2013-14 and will also be complied in the next Annual Report.
XI. Compliance	49 (XI)	Yes	Required disclosures were made in the Annual Report for the year 2013-14 and will also be complied in the next Annual Report.

For Sesa Sterlite Limited


14.04.2015
Rajiv Choubey
Company Secretary & AVP Legal

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