

Rathi Graphic Technologies Limited

An ISO 9001 : 2008 COMPANY
CIN: L26960UP1991PLC013770



RGTL/SHARES/DLI/2016

Dated: 12th January, 2016

To,

Department of Corporate Affairs,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub: Corporate Governance Report for the quarter ended 31st December, 2015

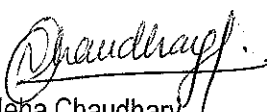
Scrip Code: 524610

Dear Sir,

Pursuant to the provision of regulation 27 of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with the Stock Exchange, Please find attached herewith the Corporate Governance Report for the quarter ended December 31st 2015.

Kindly acknowledge the same.

For Rathi Graphic Technologies Limited


Nena Chaudhary
(Company Secretary)
A-34183
Encl: as above



Corporate & Marketing Office 24/1A Mohan Cooperative Industrial Estate Mathura Road New Delhi 110044
Phone 91 11 45002400 Fax 91 11 26991061/45002410 Email sales@rathitoner.com Website www.rathitoner.com

Works SP921 RIICO Industrial Area Phase-III Bhiwadi 301019 Rajasthan India Phone 91 1493 221428 Fax 91 1493 221283
Registered Office D-12A, Sector - 9, New Vijay Nagar, Ghaziabad (U.P) Phone 9582868855

Rathi Graphic Technologies Limited

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1. Name of Listed Entity : **Rathi Graphic Technologies Limited**
2. Quarter ending : **31st December, 2015**

1. Composition of Board of Directors

Title (Mr./Ms.)	Name of Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) Including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Raj Kumar Rathi	ADXPR0445G00009569	Managing Director	02/12/1991	25 Years	1	1	0
Mr.	Sandesh Jain	AAHPJ4942R00318479	Non-Executive Director	06/03/2003	12 Years	1	1	0
Mr.	Anurag Yadav	ABBPY5619H00087197	Independent Director	27/03/2006	9 Years	1	1	1
Mr.	Adarsh Kumar Agarwal	AAFPA2534C00126105	Independent Director	27/03/2006	9 Years	1	1	1
Mr.	Vinod Somani	AAOPS3831M00327231	Independent Director	14/08/2010	5 Years	1	0	0

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Mrs.	Anita Chora	AAGPC127 1K 07219670	Independent Director	30/05/2015	7 Months	1	0	0
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\$PAN number of any director would not be displayed on the website of Stock Exchange
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nomine)
1. Audit Committee	Mr. Adarsh Kumar Aggarwal Mr. Raj Kumar Rathi Mr. Sandesh Jain Mr. Anurag Yadav	Chairman- Independent Director Member-Managing Director Member-Non-Executive Director Member- Independent Director
2. Nomination & Remuneration Committee	Mr. Anurag Yadav Mr. Adarsh Kumar Aggarwal Mr. Sandesh Jain	Chairman- Independent Director Member- Independent Director Member- Non-Executive Director
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee'	Mr. Anurag Yadav Mr. Adarsh Kumar Aggarwal Mr. Sandesh Jain Mr. Raj Kumar Rathi	Chairman-Independent Director Member- Independent Director Member-Non-Executive Director Member-Managing Director

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
25/09/2015 27/08/2015 11/08/2015	9/11/2015	45 Days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter
09/11/2015	Yes	11/08/2015 27/08/2015

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

(Signature)

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Raji Gran



Raj Kumar Rath
Managing Director
DIN 00009569

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

