

Rathi Graphic Technologies Limited

An ISO 9001 : 2008 COMPANY
CIN: L26960UP1991PLC013770



RGTL/DLI/SHARES/2015

Dated: 14th April, 2015

To,

Department of Corporate Services,
The Bombay Stock Exchange Limited
Phiroje, jeejeebhoy Towers
Dalal Street, Mumbai-400001

Subject: **Quarterly Corporate Governance Report**

Scrip Code: **524610**

Dear Sir,

Pursuant to the provision of Clause 49 of the Listing Agreement with the Stock Exchange(s), Please find enclosed herewith the Report on the conditions of Corporate Governance Report for the quarter ended 31st March, 2015.

Kindly acknowledge the same.

Thanking you

Yours Sincerely

For Rathi Graphic Technologies Limited

For Rathi Graphic Technologies Limited
Raj Kumar Rathi

Raj Kumar Rathi Managing Director

Encl: as above



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Quarterly Compliance Report on Corporate Governance

Name of the Company: Rathi Graphic Technologies Limited

Quarter ended: 31st March, 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	
(C) Non-executive Director's compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	Board has taken on record and will be disclosed in the Annual Report for the year 2014-15
(F) Whistle Blower Policy	49 (IIF)	Yes	Board has taken on record and will be disclosed in the annual report 2014-15
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	

For Rathi Graphic Technologies Limited

Raj Kumar Rathi
Managing Director



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

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(C) Powers of Audit Committee	49 (II IC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (111E)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	Yes	
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	Will be disclosed in the Annual Report for the year 2014-15
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(D) Management	49 (VIII D)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(E) Shareholders	49 (VIII E)	Yes	Will be disclosed in the Annual Report for the year 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	N.A.

For Rathi Graphic Technologies Limited

Raj Kumar Rathi
Managing Director



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IX. CEO/CFO Certification	49 (IX)	Yes	Will be disclosed in the Annual Report for the year 2014-15
X. Report on Corporate Governance	49 (X)	Yes	Will be disclosed in the Annual Report for the year 2014-15
XI. Compliance	49 (XI)	Yes	Will be disclosed in the Annual Report for the year 2014-15

Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
2. In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 491 of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VI I).
3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as — "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words will be complied in the next Annual Report" may be indicated.

For Rathi Graphic Technologies Ltd.

For Rathi Graphic Technologies Limited

Raj Kumar Rathi
Managing Director

Raj Kumar Rathi
(Managing Director)



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