

# Rathi Graphic Technologies Limited

An ISO 9001 : 2008 COMPANY

CIN: L26960UP1991PLC013770



RGTL/DLI/SHARES/2015

Dated: 07 January, 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 Clause 49 of the Listing Agreement with Stock Exchange(s), please find attached herewith the report on the conditions of Corporate Governance Report for the quarter ended 31<sup>st</sup> December 2014.

Kindly acknowledge the same.

Thanking you,

Your sincerely

**For Rathi Graphic Technologies Limited**

A handwritten signature in blue ink, appearing to read "Raju Balodi", is written over a light blue horizontal line.

**Raju Balodi**  
**Company Secretary**  
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

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Quarterly Compliance Report on Corporate Governance

Name of the Company: Rathi Graphic Technologies Limited

Quarter ending on: 31<sup>st</sup> December 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(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	Board has taken the same 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 the same on record and will be disclosed in the annual report for the year 2014-15
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	

For Rathi Graphic Technologies Lim...

*[Signature]*  
Company Secretary



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(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	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	Will be disclosed in the Annual Report for the year 2014-15

For Rathi Graphic Technologies Lim.

*[Signature]*  
Company Secretary



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(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)	N.A.	N.A.
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 49 I 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(VII).
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 Limited

  
Company Secretary

Raju Balodi  
Company Secretary & Compliance Officer



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