

# ROTOGRAPHICS (INDIA) LIMITED

Regd.Off. E-49/303, Dazall House, Jawahar Park, Laxmi Nagar, Delhi-110092

CIN: L74899DL1976PLC008036

Email ID: info@rotoindia.co.in

## Annexure - XI to the Listing Agreement

### Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: M/S Rotographics (India) Limited

Quarter ending on: 30<sup>th</sup> June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)	YES	
(A) Composition of Board	<b>49 (IIA)</b>	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	
(F) Whistle Blower Policy	49 (IIF)	YES	
<b>III. Audit Committee</b>	49 (III)	YES	
(A) Qualified & Independent Audit Committee	49(IIIA)	YES	
(B) Meeting of Audit Committee	<b>49(IIIB)</b>	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)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	N.A.	
<b>VII. Related Party Transactions</b>	49 (VII)	N.A.	
<b>VIII. Disclosures</b>	49 (VIII)	YES	
(A) Related party transactions	49 (VIIIA)	N.A.	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	
(C) Remuneration of Directors	49 (VIII C)	N.A.	
(D) Management	49 (VIII D)	YES	
(E) Shareholders	49 (VIII E)	YES	
(F) Disclosure of resignation of directors	49 (VIII F)	YES	
(G) Disclosure of formal letter of appointment	49 (VIII G)	N.A.	
(H) Disclosures in the Annual report	49 (VIII H)	YES :	
(I) Proceeds from public issues, rights	49 (VIII I)	N.A.	

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
issue, preferential issues, etc			
IX.CEO/CFO Certification	49 (IX)	YES	
X. Report on Corporate Governance	49 (X)	YES	
XI. Compliance	49 (XI)	YES	

**For: ROTOGRAPHICS (INDIA) LIMITED**

Date: 14/07/2015

Place: New Delhi

Sd/-

**Bapi Karmakar**

Director

DIN:02404342