

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Ritesh International Limited

Quarter ending on : 30.09.2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(1I)		
(A) Composition of Board	49 (IIA)	Yes	The Company's Board consists of Five Directors, two of which are executive and three are non-executive directors out of which one is women director. The chairman is Executive Director and half of the Board comprises of independent directors
(B) Independent Directors	49(IIB)	Yes	Being Complied
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Being Complied
(C) Other provisions as to Board and Committees	49 (IID)	Yes	Being Complied
(D) Code of Conduct	49 (IIE)	Yes	Being Complied
(E) Whistle Blower Policy	49(IIF)	Yes	Being Complied
II. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	The Committee Consists of 3 Directors out of which 2 directors are Independent.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Being Complied
(C) Powers of Audit Committee	49 (IIIC)	Yes	Being Complied
(D) Role of Audit Committee	49 (IIID)	Yes	Being Complied
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Being Complied
IV. Nomination and Remuneration Committee	49 (IV)	Yes	The Committee consists of 3 Non Exe. Directors and all

For Ritesh International Ltd

Chairman cum Mg. Director

			members is Independent.
V. Subsidiary Companies	49(V)	N A	No subsidiary Company
VI. Risk Management	49(VI)		Being Complied
VII. Related Party Transactions	49(VII)		Being Complied
VIII. Disclosures	49 (VIII)		Being Complied
(A) Related party transactions	49 (VIII A)	Yes	Being Complied
(B) Disclosure Of Accounting Treatment	49(VIII B)	Yes	Being Complied
(C) Remuneration of Directors	49 (VIII C)	Yes	Being Complied
(D) Management	49 (VIII D)	Yes	Being Complied
(E) Shareholders	49 (VIII E)	Yes	Being Complied
(F) Disclosure of resignation of directors	49 (VIII F)	Yes	Being Complied
(G) Disclosure of formal letter of appointment	49(VIII G)	Yes	Being Complied
(H) Disclosure in the Annual Report	49 (VIII H)	Yes	Being Complied
(E) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII I)	NA	No such issue
V.CEO/CFO Certification	49 (IX)	Yes	Being Complied
VI. Report on Corporate Governance	49 (X)	Yes	Being Complied
VII. Compliance	49 (XI)	Yes	Being Complied

For Ritesh International Limited

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Chairman cum Mg. Director
(Rajiv Arora)

Chairman - Cum- Managing Director