

# ROTOGRAPHICS (INDIA) LIMITED

Regd. Office : 177A, POCKET M, SARITA VIHAR, NEW DELHI-110076

## Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: ROTOGRAPHICS (INDIA) LIMITED

Quarter ending on: 30<sup>th</sup> June 2012

| Particular  | Clause of Listing Agreement | Compliance Status<br>Yes/No | Remarks |
|---|-----------------------------|-----------------------------|---------|
| <b>I Board of Directors</b>                             | 49 I                        |                             |         |
| (A) Composition of Board                                | 49(IA)                      | YES                         |         |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB)                     | YES                         |         |
| (C) Other Provisions as to Board and Committees         | 49 (IC)                     | YES                         |         |
| D) Code of Conduct                                      | (49 (ID)                    | YES                         |         |
| <b>II. Audit Committee</b>                              | 49 (II)                     | YES                         |         |
| (A) Qualified & Independent Audit Committee             | 49 (IIA)                    | YES                         |         |
| (B) Meeting of Audit Committee                          |                             | YES                         |         |
| (C) Powers of Audit Committee 49 (IIC)                  | 49 (IIB)                    | YES                         |         |
| (D) Role of Audit Committee                             | 49 II(D)                    | YES                         |         |
| (E) Review of Information by Audit Committee            | 49 (IIE)                    | YES                         |         |
| <b>III. Subsidiary Companies</b>                        | 49 (III)                    | N.A.                        |         |
| <b>IV. Disclosures</b>                                  | 49 (IV)                     | YES                         |         |



|  |           |             |  |
|--|-----------|-------------|--|
| <b>IV. Disclosures</b>   | 49 (IV)   | <b>YES</b>  |  |
| (A) Basis of Related Party Transactions                                  | 49 (IV A) | <b>YES</b>  |  |
| (B) Disclosure of Accounting Treatment                                   | 49 (IV B) | <b>YES</b>  |  |
| (C) Board Disclosures  | 49 (IV C) | <b>YES</b>  |  |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | <b>N.A.</b> |  |
| (E) Remuneration of Directors  | 49 (IV E) | <b>N.A.</b> |  |
| (F) Management   | 49 (IV F) | <b>YES</b>  |  |
| (G) Shareholders   | 49 (IV G) | <b>YES</b>  |  |
| <b>V.CEO/CFO Certification</b>   | 49 (V)    | <b>YES</b>  |  |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)   | <b>YES</b>  |  |
| <b>VII. Compliance</b>   | 49 (VII)  | <b>YES</b>  |  |

For **ROTOGRAPHICS (INDIA) LIMITED**

*Sd/-*  
**(Bapi Karmakar)**  
Director