

RUTRON INTERNATIONAL LIMITED

Add: 223, IInd Floor, Natraj Market, S. V. Road, Malad (W), Mumbai-400064


Contact No. 2844 9591 **Email Id:** rutron1980@gmail.com,

Website: <http://www.rutroninternational.com/>

CIN: L60200MH1980PLC022303

CLAUSE 49 – CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31st DECEMBER 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 (II)	Yes	---
(A) Composition of Board	49(IIA)	Yes	---
(B) Independent Directors	49 (IIB)	Yes	2 Independent directors are on the Board of the Company
(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	Whistle Blower Policy will be uploaded on the website of the company
III. Audit Committee	49 (III)	Yes	---
(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	---
IV. Nomination and Remuneration Committee	49(IV)	Yes	Committee Consist of Independent directors and Non-Independent Directors
V. Subsidiary Companies	49 (V)	N.A.	---
VI. Risk Management	49(VI)	Yes	The Company has put in place a Corporate Risk Management Framework. Risk Management Committee will be constituted in accordance with the provisions of Clause -49
VII. Related Party Transactions	49(VII)	Yes	Will be uploaded on the website of the company
VIII. Disclosures	49 (VIII)	Yes	---
(A) Related party transactions	49 (VIII A)	Yes	---
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	---

Arundhathi S.


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(C) Remuneration of Directors	49 (VIII C)	Yes	For the year 2014-15 will be complied in Annual Report 2014-15
(D) Management	49 (VIII D)	Yes	For the year 2014-15 will be complied in Annual Report 2014-15
(E) Shareholders	49 (VIII E)	Yes	For the year 2014-15 will be complied in Annual Report 2014-15
(I) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII I)	Yes	---
IX. CEO/CFO Certification	49 (IX)	Yes	---
X. Report on Corporate Governance	49 (X)	Yes	For the year 2014-15 will be complied in Annual Report 2014-15
XI. Compliance	49 (XI)	Yes	For the year 2014-15 will be complied in Annual Report 2014-15

For Rutron International Limited

Dr. K. H. J. S.

Director

