



## Rajasthan Cylinders And Containers Ltd

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur -302013)

TEL : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)

CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

Ref : RCCL/Sec/16-17

Date : 07.04.2016

To,

Calcutta Stock Exchange Ltd  
7, Lyons Range  
Kolkata - 700001

**Ref : Rajasthan Cylinders And Containers Ltd (Scrip Code : 10028081)**

**Sub: Quarterly Compliance Report on Corporate Governance for the quarter and year ended  
March 31, 2016**

Dear Sir/Madam,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter and year ended March 31, 2016.

Kindly take the same on your record.

Thanking you.

**Yours Faithfully,**

**For Rajasthan Cylinders And Containers Ltd**

**(Anisha Jain)**

**Company Secretary & Compliance Officer**

**M.No. A34590**



**Encl : As above**

**RAJASTHAN CYLINDERS AND CONTAINERS LTD**  
 Regd. Office SP-825, Road No. 14, V.K.I. Area, Jaipur (Rajasthan)  
 E-mail : [info@bajorlagroup.in](mailto:info@bajorlagroup.in) Website : [www.bajorlagroup.in](http://www.bajorlagroup.in) Ph. 91-141-2331771-2 Fax : 91-141-2330810  
 CIN No. L28101RJ1980PLC002140

**Compliance Report on Corporate Governance under Regulation 27 (2) of Listing Agreement**  
**1. Name of Listed Entity :- Rajasthan Cylinders And Containers Ltd**  
**2. Reporting Quarter :- March 31, 2016 (Yearly)**

I. Composition of Board of Directors : Same as previous quarter			
II. Composition of Committees : Same as previous quarter			
III. Meeting of Board of Directors		Date(s) of Meeting (if any) in the relevant quarter (01/01/2016 - 31/03/2016)	Maximum gap between any two consecutive (in number of days)
Date(s) of Meeting (if any) in the previous quarter (01/10/2015-31/12/2015)			
07-Nov-15		11-Feb-16 28-Mar-16	96 46
IV. Meeting of Committees			
Date (s) of Meeting of the committee in the relevant quarter (01/01/2016-31/03/2016)	Whether requirement of Quorum met (details)	Date (s) of the meeting of the Committee in the previous quarter (01/10/2015-31/12/2015)	Maximum gap between any two consecutive meetings in number of days
11-02-2016 (Audit Committee)	Yes (3/3 Directors were present)	07-Nov-15	96 days
18-01-2016 (Stakeholders' Relationship Committee)	Yes (3/3 Directors were present)		
17-02-2016 (Stakeholders' Relationship Committee)	Yes (3/3 Directors were present)		30 days
V. Related Party Transactions			
Whether prior approval of Audit Committee obtained		Subject	Compliance Status (Yes/No/N.A.)
Yes			
Whether shareholder approval obtained for material RPT		N.A. (The company had not entered into any contract/arrangement/transaction which could be considered material)	
N.A.			
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. : Yes			
2. The composition of following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015			
a. Audit Committee : Yes			
b. Nomination and Remuneration Committee : Yes			
c. Stakeholders' Relationship Committee : Yes			
d. Risk Management Committee : Not Applicable			
3. The committee members have been made aware of their powers, role & responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. : Yes			
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. :Yes			
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here. : The report submitted in the previous quarter was placed before Board of Directors.			

For Rajasthan Cylinders And Containers Ltd

(Avinash Bajoria)  
 Managing Director  
 DIN No. 01402573




Place : Jaipur  
 Date : 07/04/2016

I. Disclosure on website in terms of Listing Regulations		
Item		Compliance Status (Yes/No/N.A.)
Details of Business		Yes
Terms and Conditions of appointment of Independent Directors		Yes
Composition of various committees of Board of Directors		Yes
Code of Conduct of board of directors and senior management personnel		Yes
Details of establishment of Vigil Mechanism/Whistle Blower Policy		Yes
Criteria of making payments to Non-Executive Directors		NA
Policy on dealing with related party transactions		Yes
Policy for determining material subsidiaries		NA
Detail of familiarization programmes imparted to independent directors		Yes
Contact information of designated officials of listed entity who are responsible for assisting and handling investor grievances		Yes
Email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding Pattern		Yes
Details of agreements entered into with the media company and/or their associates		NA
New name and the old name of the listed entity		NA
II. Annual Affirmations		
Particulars	Regulation No.	Compliance Status (Yes/No/N.A.)
Independent Director(s) have been appointed in terms of specified criteria of "independence" and/or "eligibility"	16(1)(b) & 25(6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/Compensation	17(6)	NA
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1)&(2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party transaction	23(1),(5),(6),(7) &(8)	Yes
Prior or omnibus approval of Audit Committee for all related party transactions	23 (2),(3)	NA
Approval for material related party transactions	23 (4)	NA
Composition of Board of Directors of unlisted material subsidiary	24 (1)	NA
Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship and Tenure	25 (1) & (2)	Yes
Meeting of Independent Directors	25 (3) & (4)	Yes
Familiarisation of Independent Directors	25 (7)	Yes
Membership in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26 (3)	Yes
Disclosure of shareholding by Non-executive	26 (4)	Yes

*Arunash Ray*



directors		
Policy with respect to obligations of Directors and senior management	26(2) & 26(5)	NA (According to Reg. 26 (2) & 26 (5), the Directors and Senior Management of the company fulfill its obligations)
III. Affirmations :		
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed entity have been complied. : N.A. (The company does not have any subsidiary)		
For Rajasthan Cylinders And Containers Ltd		
 (Avinash Bajoria) Managing Director DIN No. 01402573		Date : 06/04/2016

