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
CIN No.: L28101RJ1980PLC002140; Website: www.bajoriagroup.in

Ref: RCCL/Sec/15-16 Date:13.10.2015

To, BSE Limited PhirozeJeejeebhoy Towers Dalal Street Mumbai – 400001.

Calcutta Stock Exchange Ltd 7, Lyons Range Kolkata - 700001

Ref: Rajasthan Cylinders And Containers Ltd (Scrip Code :538707, 10028081)
Sub: Compliance Report on Corporate Governance for the quarter ended on September 30, 2015

Dear Sir/Madam,

Pursuant to Clause 49 of Listing Agreement (s) with the Stock Exchange (s), we are enclosing herewith the quarterly compliance report on corporate governance for the quarter ended September 30, 2015.

Kindly update your records with our submissions.

Thanking you.

Yours Faithfully,
For Rajasthan Cylinders And Containers Ltd

JAIPUR

(Avinash Bajoria) Managing Director DIN No. 01402573

Avriail Ray

Encl: As Above

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

Name of the Company : RAJASTHAN CYLINDERS AND CONTAINERS LTD

Quarter ending on : 30th September, 2015

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No/N.A | Remarks |
|---|-----------------------------------|------------------------------------|--|
| II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49(IIA) | Yes | _ |
| (B) Independent Directors | 49 (IIB) | Yes | 4 |
| (C) Non – executive Directors' compensation and disclosures | 49 (IIC) | Yes | At present, except reimbursement of expenses, company is not making any payment of remuneration/fees to non-executive directors including independent directors. |
| (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 | |
| III. Audit Committee | 49(III) | _ | _ |
| (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 | OK. |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | N.A. | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | There were no material transactions with related parties during the quarter. |
| VIII. Disclosures | 49 (VIII) | _ | |
| (A) Related Party Transactions | 49 (VIIIA) | Yes | There were no material transactions with related parties during the quarter. |
| (B)Disclosure of Accounting Treatment | 49 (VIIIB) | N.A. | |



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| (C) Remuneration of Directors | 49 (VIIIC) | Yes | Relevant Disclosure will be made in the Annual Report. |
|--|------------|------|--|
| (D) Management | 49 (VIIID) | Yes | Relevant Disclosure will be made in the Annual Report. |
| (E) Shareholders | 49 (VIIIE) | Yes | Relevant Disclosure will be made in the Annual Report. |
| (F) Proceeds from public issues, right issue, preferential issues etc. | 49(VIIIF) | N.A. | |
| IX. CEO/CFO Certification | 49(IX) | Yes | Relevant Disclosure will be made in the Annual Report. |
| X. Report on Corporate Governance | 49(X) | Yes | Relevant Disclosure will be made in the Annual Report. |
| XI. Compliance | 49(XI) | Yes | Relevant Disclosure will be made in the Annual Report. |

For Rajasthan Cylinders and Containers Ltd

(Avinash Bajoria) Managing Director DIN No. 01402573

Place: Jaipur Date:13.10.2015