Quarterly Compliance Report on Corporate Governance

Name of the Company: **M/S REFNOL RESINS AND CHEMICALS LIMITED**

Quarter ending on: **31ST MARCH, 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)	Y	
(B) Independent Directors	49 (IIB)	Y	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Y	
(D) Other provisions as to Board and Committees	49 (IID)	Y	
(E) Code of Conduct	49 (IIE)	Y	
(F) Whistle Blower Policy	49 (IIF)	Y	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Y	
(B) Meeting of Audit Committee	49 (IIIB)	Y	
(C) Powers of Audit Committee	49 (IIIC)	Y	
(D) Role of Audit Committee	49 (IIID)	Y	
(E) Review of Information by Audit Committee	49 (IIIE)	Y	
IV. Nomination and Remuneration Committee	49 (IV)	Y	
V. Subsidiary Companies	49 (V)	N.A.	There is no material non-listed Indian subsidiary company. The subsidiary company is incorporated outside India and hence not applicable.

VI. Risk Management	49 (VI)	N.A.	
VII. Related Party Transactions	49 (VII)	Y	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Y	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Y	The required disclosure will be made in the Annual Report of 2014-2015
(C) Remuneration of Directors	49 (VIII C)	Y	The required disclosure will be made in the Annual Report of 2014-2015
(D) Management	49 (VIII D)	Y	The required disclosure will be made in the Annual Report of 2014-2015
(E) Shareholders	49 (VIII E)	Y	The required disclosure will be made in the Annual Report of 2014-2015
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	Y	The required disclosure will be made in the Annual Report of 2014-2015
X. Report on Corporate Governance	49 (X)	Y	The Compliance will be disclosed in the Annual Report of 2014-2015
XI. Compliance	49 (XI)	Y	The Compliance will be disclosed in the Annual Report of 2014-2015