

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

Name of the Company: RISHI TECHTEX LIMITED  
 Quarter ending on: 31.12.2014

Particulars	Clause of Listing Agreement	Compliance Status 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)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	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.	Company has no Subsidiary
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Will be disclosed in the Annual Report
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	YES	Will be disclosed to the Audit Committee as and when arise
(E) Remuneration of Directors	49 (IV E)	YES	Disclosed in the Annual Report
(F) Management	49 (IV F)	YES	forms part of Directors Report
(G) Shareholders	49 (IV G)	YES	Details of Directors will be given in the notice of AGM at the time of appointment/re-appointment of Directors
<b>V. CEO/CFO Certification</b>	49 (V)	YES	Will be furnished to the Company after finalization of Accounts
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	forms part of Directors Report
<b>VII. Compliance</b>	49 (VII)	YES	Will be annexed to Annual Report



For Director

*(Signature)*

Company Secretary