

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Ritesh International Limited

Quarter ending on : 31st March, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49(1)		
(A) Composition of Board	49 (IA)	Yes	The Company's Board consists of four Directors, two of which are executive and two non-executive directors. The chairman is executive director and majority of directors are Independent.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Being Complied
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Being Complied
(D) Code of Conduct	49 (ID)	Yes	Being Complied
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	The Committee consists of three directors as members and two-thirds of the members are independent.
(B) Meeting of Audit Committee	49 (IIB)	Yes	Being Complied
(C) Powers of Audit Committee	49 (IIC)	Yes	Being Complied
(D) Role of Audit Committee	49 II(D)	Yes	Being Complied
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Being Complied
III. Subsidiary Companies	49 (III)	N A	No subsidiary Company
IV. Disclosures	49 (IV)		
(A) Basis of related	49 (IV A)	Yes	Being Complied

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party transactions			
(B) Disclosure Of Accounting Treatment	49(IV B)	Yes	Being Complied
(C)Board Disclosures	49 (IV C)	Yes	Being Complied
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	NA	No such issue
(E) Remuneration of Directors	49 (IV E)	Yes	Being Complied
(F) Management	49 (IV F)	Yes	Being Complied
(G) Shareholders	49 (IV G)	Yes	Being Complied
V.CEO/CFO Certification	49 (V)	Yes	Being Complied
VI. Report on Corporate Governance	49 (VI)	Yes	Being Complied
VII. Compliance	49 (VII)	Yes	Being Complied

For Ritesh International Limited



(Rajiv Arora)
Chairman - Cum- Managing Director