

Ramco Industries Limited



Ref. No.CGR/Q2/2015-16
15th October, 2015

"Auras Corporate Centre" II & VI Floor
98A, Dr. Radhakrishnan Road,
Post Box No. 2949, Mylapore,
Chennai - 600 004.
Phone : 91- 44 - 2847 8585
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CIN No. L26943TN1965PLC005297

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Scrip Code: RAMCOIND EQ

Corporate Relationship Department
BSE Limited
Floor 25, "P.J.Towers"
Dalal Street
Mumbai - 400 001
Scrip Code: 532369

Dear Sirs,

Sub : Filing of Corporate Governance Compliance Report under the Listing Agreement

Please find enclosed Corporate Governance Compliance Report for the Quarter ended 30th September, 2015.

We request you to kindly take the above on record as required under the provisions of the Listing Agreement.

Thanking you

Yours faithfully
For RAMCO INDUSTRIES LIMITED


S. Balamurugasundram
Company Secretary & Sr. GM (Legal)

Encl. : a.a.

Name of the Company : Ramco Industries Limited

Quarter ending on : 30-Sep-2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 II	-	-
(A) Composition of Board	49 II A	Yes	
(B) Independent Directors	49 II B	Yes	
(C) Non-executive Directors compensation & disclosures	49 II C	Yes	Complied with. Only Sitting fees is paid, as fixed by the Board of Directors.
(D) Other provisions as to Board and Committees	49 II D	Yes	-
(E) Code of Conduct	49 II E	Yes	-
(F) Whistle Blower Policy	49 II F	Yes	-
II. Audit Committee	49 III	-	-
(A) Qualified & Independent Audit Committee	49 III A	Yes	-
(B) Meeting of Audit Committee	49 III B	Yes	-
(C) Powers of Audit Committee	49 III C	Yes	-
(D) Role of Audit Committee	49 III D	Yes	-
(E) Review of Information by Audit Committee	49 III E	Yes	-
III. Nomination and Remuneration Committee	49 IV	Yes	-
IV. Subsidiary Companies	49 V	Yes	The Company does not have any material non-listed Indian Subsidiary
V. Risk Management	49 VI	Yes	Risk Management Committee constituted on 22.5.2014
VI. Related Party Transactions	49 VII	Yes	-
VII. Disclosures	49 VIII	-	-
(A) Related party transactions	49 VIII A	Yes	Raja Charity Trust (QE 30.9.2015) :- Sale Value - Rs.90,58,43,741/- Commission Payable - Rs.67,93,828/- (subject to the approval of Audit Committee)



(B) Disclosure of Accounting Treatment	49 VIII B	NA	Disclosure is not applicable as the Accounting Treatment is in accordance with the Accounting Standards.
(C) Remuneration of Directors	49 VIII C	Yes	-
(D) Management	49 VIII D	Yes	-
(E) Shareholders	49 VIII E	Yes	-
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 VIII F	NA	-
VIII. CEO/CFO Certification	49 IX	Yes	
IX. Report on Corporate Governance	49 X	Yes	Complied with in the Annual Report for the year ended 31 st March, 2015
X. Compliance	49 XI	Yes	Complied with in the Annual Report for the year ended 31 st March, 2015

Place : Chennai
Date : 15th October, 2015



For RAMCO INDUSTRIES LIMITED

S. Balamurugasunderam
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Company Secretary & Senior GM (Legal)