



# The Baroda *Rayon* Corporation Ltd.

CIN L99999GJ1958PLC000892

P O Fatehnagar, Udhna, Surat 394 220  
Tel : 2899526 /27, 2898403  
Fax: (0261) 289 1770 / 289 7892

05<sup>th</sup> April, 2016

To,  
The Bombay Stock Exchange Limited  
Department of Corporate Service,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

**Sub.: Quarterly Compliance Report on Corporate Governance.**

Dear Sir,

As per Clause 49 of the Listing Agreement, we are pleased to enclose herewith Quarterly Compliance Report on Corporate Governance for the quarter ended on 30.09.2015.

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
**For The Baroda Rayon Corporation Limited**

**D B Patel**  
**Managing Director**



Encl.: Quarterly compliance Report on Corporate Governance.



**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: The Baroda Rayon Corporation Limited  
 Quarter ending on : 30<sup>th</sup> September, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
<b>II. Board of Directors</b>	<b>49(II)</b>		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(II B)	Yes	
(C) Non-Executive Directors' Compensation & Disclosures	49(II C)	NA	
(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	
<b>III. Audit Committee</b>	<b>49(III)</b>		
(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	
<b>IV. Nomination &amp; Remuneration Committee</b>	<b>49(IV)</b>	Yes	
<b>V. Subsidiary Companies</b>	<b>49(V)</b>	NA	
<b>VI. Risk Management</b>	<b>49(VI)</b>	NA	
<b>VII. Related Party Transaction</b>	<b>49(VII)</b>	NA	
<b>VIII. Disclosures</b>	<b>49(VIII)</b>		
(A) Related party transactions	49(VIII A)	NA	
(B) Disclosure of Accounting Treatment	49(VIII B)	NA	
(C) Remuneration of Directors	49(VIII C)	NA	
(D) Management	49(VIII D)	Yes	
(E) Shareholders	49(VIII E)	Yes	
(F) Proceeds from public issues, rights issues, Preferential issues etc.	49(VIII F)	NA	
<b>IX. CEO/CFO Certification</b>	<b>49(IX)</b>	Yes	
<b>X. Report on Corporate Governance</b>	<b>49(X)</b>	Yes	
<b>XI. Compliance</b>	<b>49(XI)</b>	Yes	

**For The Baroda Rayon Corporation Limited**

*D B Patel*

**D B Patel  
 Managing Director**

