

FORMAT OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCEName of the Company : M/S. REFNOL RESINS AND CHEMICALS LIMITED.Quarter Ending On : 30th June 2012

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
I. Board of Directors	49 (I)		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executives Directors' Compensation and disclosures	49 (IB)	N.A.	None of the NED, including Independent director receives compensation except sitting fees.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	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 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A.	There is no material non-listed Indian subsidiary Company. The Subsidiary Company is incorporated outside India and hence not applicable.
IV. Disclosures.	49 (IV)		
(A) Basis of related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	


FOR, REFNOL RESINS & CHEMICALS LTD.

AUTHORISED SIGNATORY

(D) Proceeds from Public Issue, Right Issue, Preferential Issue Etc.,	49 (IV D)	N.A.	
(E) Remuneration of Directors'	49 (IV E)	Yes	The required disclosure will be made in the Annual Report of 2011-12.
(F) Management	49 (IV F)	Yes	The required disclosure will be made in the Annual Report of 2011-12.
(G) Shareholders	49 (IV G)	Yes	Will be complied with at the next AGM.
V. CEO/CFO Certification	49 (V)	Yes	The required disclosure will be made in the Annual Report of 2011-12.
VI. Report on Corporate Governance	49 (VI)	Yes	The compliance will be disclosed in the Annual Report of 2011-12.
VII. Compliance	49(VII)	Yes	The compliance will be disclosed in the Annual Report of 2011-12.

Note:- Ms. Devaki J. Jariwala (Independent director) resigned on 15th June 2012. Consequently, new Independent director shall be appointed in due course of time.

FOR, REFNOL RESINS & CHEMICALS LTD.


AUTHORISED SIGNATORY