

FORMAT OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCEName of the Company : M/S. REFNOL RESINS AND CHEMICALS LIMITED.Quarter Ending On : 30th September 2013

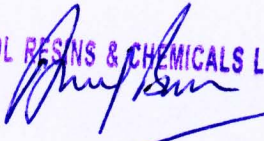
| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No/N.A.) | Remarks |
|--|-----------------------------|---------------------------------|---|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 (I) | | |
| (A) Composition of Board | 49 (IA) | Yes | |
| (B) Non-executives Directors' Compensation 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. |

FOR, REFNOL RESINS & CHEMICALS LTD.


 AUTHORIZED SIGNATORY

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| 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 | |
| (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. |
| (F) Management | 49 (IV F) | Yes | The required disclosure will be made in the Annual Report. |
| (G) Shareholders | 49 (IV G) | Yes | |
| V. CEO/CFO Certification | 49 (V) | Yes | The required disclosure will be made in the Annual Report. |
| VI. Report on Corporate Governance | 49 (VI) | Yes | The compliance will be disclosed in the Annual Report. |
| VII. Compliance | 49(VII) | Yes | The compliance will be disclosed in the Annual Report. |

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