



The Baroda *Rayon* Corporation Ltd.

CIN L99999GJ1958PLC000892

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

05th 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 (VI) (ii) of the Listing Agreement, we are pleased to enclose herewith Quarterly Compliance Report on Corporate Governance for the quarter ended on 31.12.2014.

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 : 31st December, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
II. Board of Directors	49(II)		
(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	
III. 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	
IV. Nomination & Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	NA	
VI. Risk Management	49(VI)	NA	
VII. Related Party Transaction	49(VII)	NA	
VIII. Disclosures	49(VIII)		
(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)	NA	Will be complied in next Annual Report
(E) Shareholders	49(VIII E)	Yes	
(F) Proceeds from public issues, rights issues, Preferential issues etc.	49(VIII F)	NA	
IX. CEO/CFO Certification	49(IX)	NA	Will be complied in next Annual Report
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	NA	Will be complied in next Annual Report

For The Baroda Rayon Corporation Limited

D B Patel

D B Patel
Managing Director

