

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE
49 OF THE LISTING AGREEMENT**

SECURITY CODE: 502448

NAME OF THE COMPANY: ROLLATAINERS LIMITED

QUARTER ENDING ON: 30.06.2015

| Particulars | Clause(s) of Listing Agreement | Compliance Status Yes/No/N.A | Remarks |
|--|---------------------------------------|-------------------------------------|--|
| 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) | YES | |
| (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 (IIIA) | YES | |
| (B) Meeting of Audit Committee | 49 (IIIB) | YES | |
| (C) Powers of Audit Committee | 49 (IIIC) | YES | |
| (D) Role of Audit Committee | 49 III(D) | YES | |
| (E) Review of Information by Audit Committee | 49 (IIIE) | YES | |
| IV. Nomination and Remuneration Committee | 49 (IV) | YES | |
| V. Subsidiary Companies | 49 (V) | YES | |
| VI. Risk Management | 49 (VI) | YES | |
| VII. Related Party Transactions | 49 (VII) | YES | |
| VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIIIA) | YES | |
| (B) Disclosure of Accounting Treatment | 49 (VIIIB) | YES | |
| (C) Remuneration of Directors | 49 (IIIC) | YES | Will be complied in the next Annual Report |
| (D) Management | 49 (VIID) | YES | Will be complied in the next Annual Report |
| (E) Shareholders | 49 (VIIIE) | YES | |
| (F) Proceeds from public issues, rights issues, preferential issues etc. | 49 (VIIF) | N.A | |
| IX. CEO/CFO Certification | 49 (IX) | YES | Will be complied in the next Annual Report |
| X. Report on Corporate Governance | 49 (X) | YES | Will be complied in the next Annual Report |
| XI. Compliance | 49 (XI) | YES | Will be complied in the next Annual Report |

FOR ROLLATAINERS LIMITED

Sd/-

PANKAJ MAHENDRU

(Company Secretary)