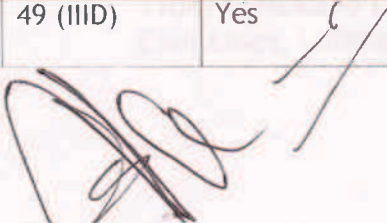


## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Ritesh Properties and Industries Limited  
Quarter ending on: 30<sup>th</sup> June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49 (IIA)	Yes	The Company's Board consists of Six Directors on the Board, out of which, three are executive and three are non-executive directors. The Company has one non-executive woman director on Board. The Company is having an Executive Chairman and more than one half of directors on the Board are independent.
(B) Independent Directors	49 (IIB)	Yes	Being Complied
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Being Complied
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Being Complied
(E) Code of Conduct	49 (IIE)	Yes	Being Complied
(F) Whistle Blower Policy	49 (IIF)	Yes	Being Complied
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	The Committee consists of three directors as members and two third of the directors are independent. The Chairman of the Committee is an Independent Director.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Being Complied
(C) Powers of Audit Committee	49 (IIIC)	Yes	Being Complied
(D) Role of Audit Committee	49 (IIID)	Yes	Being Complied



(E) Review of Information by Audit Committee	49 (III E)	Yes	Being Complied
IV. Nomination and Remuneration Committee	49(IV)	Yes	The Committee consists of three directors as members and more than half of the directors are independent. The Chairman of the Committee is an Independent Director.
V. Subsidiary Companies	49 (V)	Yes	Being Complied
VI. Risk Management	49 (VI)	Yes	Being Complied
VII. Related Party Transactions	49 (VII)	Yes	Being Complied
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	Being Complied
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Being Complied
(C) Remuneration of Directors	49 (VIII C)	Yes	Being Complied
(D) Management	49 (VIII D)	Yes	Being Complied
(E) Shareholders	49 (VIII E)	Yes	Being Complied
(F) Proceeds from public issues, right issue, preferential issues, etc	49 (VIII F)	Yes	Being Complied
IX. CEO/CFO Certification	49 (IX)	Yes	Being Complied
X. Report on Corporate Governance	49 (X)	Yes	Being Complied
XI. Compliance	49 (XI)	Yes	Being Complied

For Ritesh Properties and Industries Limited

(Sanjeev Arora)

Chairman-Cum-Managing Director

DIN: 00077748

1108/1, Mukand Lal Road, Tagore Nagar  
Civil Lines, Ludhiana - 141001