

# MODI RUBBER LIMITED

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NEW FRIENDS COLONY  
NEW DELHI-110 025  
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FAX : 26836999, 26837530

Our Ref:  
Dept: Secretarial & Legal  
Dated: 09.07.2013

<b>Bombay Stock Exchange Ltd.</b> Phiroze Jeejeebhoy Towers 1 <sup>st</sup> Floor, Dalal Street <b>Mumbai 400 001</b> Ph. 022-22721233/4 Fax 022-22721919	<b>National Stock exchange of India Ltd</b> Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai 400 051 Ph. 022-2659835-36 Fax 022-26598237-38 Email <a href="mailto:cm1ist@nse.co.in">cm1ist@nse.co.in</a>
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**Sub: Corporate Governance Report for the Quarter ended 30.06.2013 in Compliance with Clause 49 of the Listing Agreement**

Dear Sir,

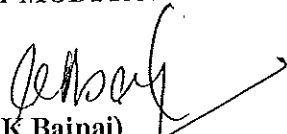
Pursuant to clause 49 of the Listing Agreement entered into by the Company with your Stock Exchange(s), please find enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 30.06.2013 in the prescribed format for your information and record. We trust you will find the same in order.

Please acknowledge its receipt.

Thanking you,

Yours faithfully,

For MODI RUBBER LIMITED,

  
(S.K Bajpai)  
Head – Legal & Company Secretary



## Quarterly Compliance Report on Corporate Governance

Name of the Company: **MODI RUBBER LIMITED**  
 Quarter ending on: **30.06.2013**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I	Yes	
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)	Yes	
(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 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	Yes	
<b>IV. Disclosures</b>	49 (IV)	Yes	
(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 Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

