

Quarterly Compliance Report on Corporate Governance
 Name of the Company: RAMGOPAL POLYTEX LIMITED
 Quarter ending on : 31st March, 2012

| Sr. No. | Particulars | Clause of Listing Agreement | Compliance Status (Yes/No/N.A.) | Remarks |
|---------|--|-----------------------------|---------------------------------|---|
| I. | Board of Directors | 49 I | | |
| | (A) Composition of Board | 49 (IA) | Yes | ----- |
| | (B) Non-executive Directors' Compensation & disclosures | 49 (IB) | Yes | completed in the Current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| | (C) Other provisions as to Board and Committees | 49 (IC) | Yes | ----- |
| | (D) Code of Conduct | 49 (ID) | Yes | Code of Conduct is prepared but Website is under construction |
| II. | Audit Committee | 49 (II) | | |
| | (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | ----- |
| | (C) Powers of Audit Committee | 49 (IIC) | Yes | ----- |
| | (D) Role of Audit Committee | 49 (IID) | Yes | ----- |
| III. | Subsidiary Company | 49 (III) | | |
| | Disclosures | 49 (IV) | N.A. | ----- |
| IV. | Disclosures | 49 (IV) | | |
| | (A) Basis of related party transactions | 49 (IVA) | Yes | ----- |
| | (B) Accounting Treatment | 49 (IVB) | Yes | completed in the Current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| | (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IVD) | N.A. | ----- |
| | (E) Remuneration of Directors | 49 (IVE) | Yes | completed in the Current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| | (F) Management | 49 (IVF) | Yes | completed in the Current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| | (G) Shareholders | 49 (IVG) | Yes | completed in the Current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| V. | CEO/CFO Certification | 49 (V) | Yes | completed in the current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| VI. | Report on Corporate Governance | 49 (VI) | Yes | completed in the Current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |
| VII. | Compliance | 49 (VII) | Yes | completed in the current Annual Report and will be completed in the next Annual Report for the year 2011-2012 |

For RAMGOPAL POLYTEX LIMITED
 NAVAL GADIA
 COMPLIANCE OFFICER