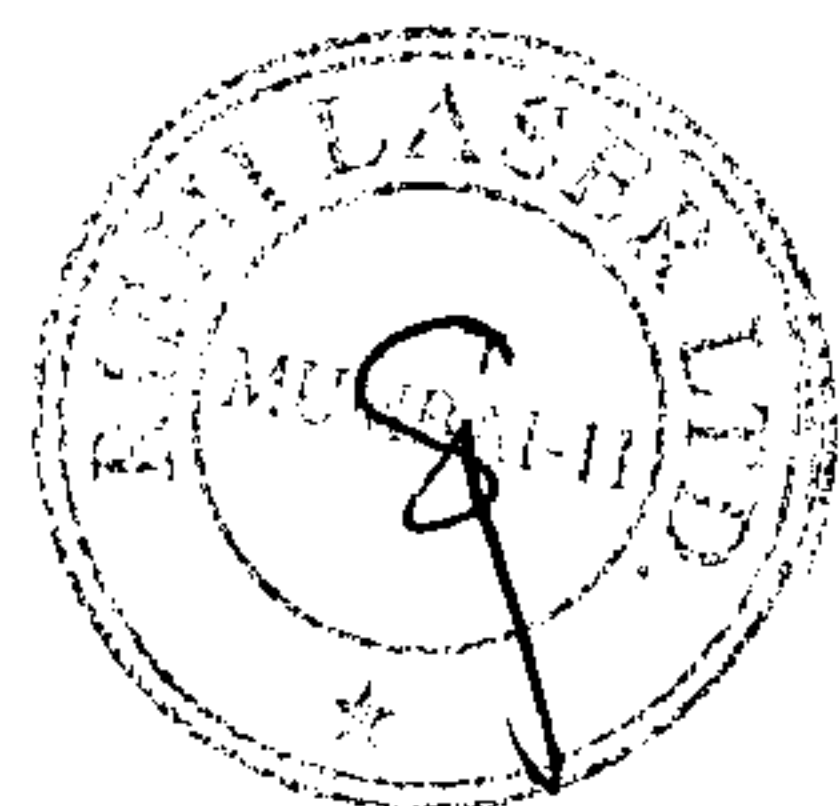


## Compliance Report on Corporate Governance

Name of the Company:  
Quarter ending on:

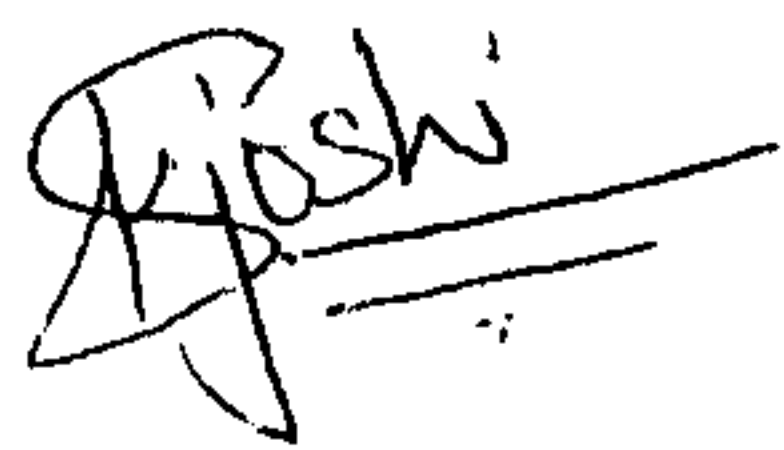
RISHI LASER LTD  
31.03.2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	491		
(A) Composition of Board	49(IA)	YES	
(B) Non-executive Directors compensation & disclosures	49(IB)	YES	Permission of members will be obtained as and when required
(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)		
(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(IID)	YES	
(E) Review of Information by Audit Committee	49(IIE)	YES	
<b>III. Subsidiary Companies</b>	49(III)	YES	
<b>IV. Disclosures</b>			
(A) Basis of related party transactions	49(IV A)	YES	Will be placed before the audit committee as and when arises
(B) Board Disclosures	49(IV B)	YES	Will be intimated to the board on quarterly basis
(C) Proceeds from public issues, rights issues, preferential issues etc.	49(IV C)	YES	Will be disclosed to the audit committee every quarter
(D) Remuneration of Directors	49(IV D)	N.A	Will be disclosed in the annual report



(E) Management	49(IV E)	N.A.	Will be given as part of director's report
(F) Shareholders	49(IV F)	YES	Details of directors will be given in the notice of AGM at the time of appointment/re-appointment of directors
V.CEO/CFO Certification	49(V)	N.A	Will be furnished to the company after finalisation of accounts
VI. Report on Corporate Governance	49(VI)	N.A	Will form part of director's report
VII. Compliance	49(VII)	N.A	Will be annexed to director's report

**For Rishi Laser Ltd**



**Company Secretary**

