



RUPA & COMPANY LTD.

Quarterly Compliance Report on Corporate GovernanceName of the Company
Quarter endingRupa & Company Limited
June 30, 2012

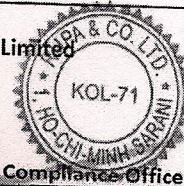
Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors			
(A) Composition of the Board	49 (I)	Yes	
(B) Non Executive Directors' Compensation & Disclosures	49(1A)	Yes	
(C) Other provisions as to Board and Committees	49(1B)	Yes	
	49(1C)	Yes	
(D) Code of Conduct	49(1D)	Yes	will be complied in the Annual Report 2011-12
II Audit Committee			
(A) Qualified & Independent Audit Committee	49(II)	Yes	
(B) Meeting of Audit Committee	49(IIA)	Yes	
(C) Powers of Audit Committee	49(IIIB)	Yes	
(D) Role of Audit Committee	49(IIC)	Yes	
(E) Review of Information by Audit Committee	49(IID)	Yes	
	49(IIE)	Yes	
III Subsidiary Companies	49(III)	Yes	
IV Disclosures			
(A) Basis of related party transactions	49(IV)	Yes	
	49(IVA)	Yes	
(B) Disclosure of Accounting Treatment	49(IVB)	N.A	No variation from prescribed Accounting Standards
(C) Board Disclosures	49(IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	N.A	Company has not made any public issues, rights issues, preferential issues etc. during the Quarter under review
(E) Remuneration of Directors	49(IVE)	Yes	
(F) Management	49(IVF)	Yes	will be complied in the Annual Report 2011-12
(G) Shareholders	49(IVG)	Yes	
V. CEO/CFO Certification	49(V)	Yes	will be complied in the Annual Report 2011-12
VI Report on Corporate Governance	49(VI)	Yes	will be complied in the Annual Report 2011-12
VII Compliance	49(VII)	Yes	will be complied in the Annual Report 2011-12

For Rupa & Company Limited

P. Priyaji

Priya Punjabi Agarwal

Company Secretary & Compliance Officer



Date: July 06, 2012

Metro Tower, 1, Ho Chi Minh Sarani, Kolkata 700 071

Phone: +91 33 3057 3100 Fax: +91 33 2288 1362

Email: connect@rupa.co.in, www.rupa.co.in

An ISO 9001:2008 Certified Company