

**NATROYAL**

formerly Samsons Group

**Royal Cushion Vinyl Products Limited**  
**Registered Office**  
60 CD, Shlok, Government Industrial Estate,  
Charkop, Kandivali West, Mumbai 400 067, INDIA  
☎ +91 22 28603516 · +91 22 28603565  
CIN: L24110MH1983PLC031395  
🌐 www.natroyalgroup.com

14<sup>th</sup> July, 2015

Fax: 22723121

**Bombay Stock Exchange Limited**  
Corporate Relation Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, Phiroze Jeejebhoy Towers,  
Mumbai 400 001.

**Kind Attn: Mr. Rakesh Parekh**

Dear Sir,

**Sub: Clause 49 of the Listing Agreement for the quarter ended 30.06.2015**

We are enclosing the Quarterly Compliance Report on Corporate Governance as required under Clause 49 of the Listing Agreement for the quarter ended 30<sup>th</sup> June, 2015.

Please take the same on your records.

Thanking you,

Yours faithfully,  
For **Royal Cushion Vinyl Products Limited**

  
**Vinod Shah**  
Whole Time Director  
00054667

Factory Address Plot 55, Village Garadhia, Taluka Savli, Vadodara, Gujarat 391 520, INDIA | ☎ +91 8156004820 / 21

*Royal  
Touch*

*Impulse*

*Royal  
Shine*

**VIJAYYOT**

*Royal  
Knit*

**ROYAL CUSHION VINYL PRODUCTS LIMITED**  
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**QUARTER ENDING 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	Duly Complied
(B)Independent Directors	49(II B)	No	Since our Company is BIFR and we are trying to appoint Independent Director but none of the outsiders are responding for appointment of Independent Director.
(C)Non-executive Directors' compensation & disclosures	49(II C)	N.A.	No compensation is paid to Non-executive Directors
(D)Other provisions as to Board and Committee	49(II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	Duly Complied
(F) Whistle Blower Policy	49 (II F)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A)Qualified & Independent Audit Committee	49 (III A)	No	Refer our letter dated 24/06/2014.
(B)Meeting of Audit Committee	49 (III B)	Yes	
(C)Powers of Audit Committee	49 (III C)	Yes	
(D)Role of Audit Committee	49(III D)	Yes	
(E)Review of Information by Audit Committee	49 (III E)	Yes	
<b>IV.Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	N. A.	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosure</b>	49 (VIII)		
(A)Related party transactions	49(VIII A)	Yes	Complied in Annual Report
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	Complied in Annual Report
(C)Remuneration of Directors	49(VIII C)	Yes	As per approval of Central Govt.
(D) Management	49 (VIII D)	Yes	
(E)Shareholders	49 (VIII E)	Yes	
(F) Proceeds from Public issues, rights issues, preferential issues etc.	49(VIII F)	(Nil)Yes	
<b>IX.CEO/CFO Certification</b>	49 (IX)	Yes	Complied in Annual Report
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Complied in Annual Report
<b>XI. Compliance</b>	49(XI)	Yes	Complied in Annual Report