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DHOOT INDUSTRIES LTD.

11th January, 2012.

To,
Mr. K. Gopalkrishnan,
Deputy General Manager,
Department of Corporate Service,
MUMBAI STOCK EXCHANGE LIMITED.
Floor 1, Rotundra Building,
Dalal Street,
Mumbai - 400 001.

Sub.: Clause 49 of the Listing Agreement.

Dear Sir,

Enclosed please find the Corporate Governance Report pursuant to Clause 49 of Listing Agreement for the quarter ended 31st December, 2011

Kindly acknowledge receipt of the same.

Thanking You,

Yours truly,
For Dhoot Industries Limited


Compliance Officer

Encl.: As above.



Quarterly Compliance Report on Corporate Governance.

Name of the Company:

DHOOT INDUSTRIES LIMITED

Quarter Ending on:

31st December, 2011

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	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	
II. Audit Committee	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 (IID)	Yes	--
E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49 (III)	"N.A."	--
IV. Disclosures	49 (IV)	Yes	--
A) Basis of related party transactions	49 (IVA)	"N.A."	--
B) Board Disclosures	49 (IV B)	Yes	--
C) Proceeds from Public Issues, Right issues and preferential Issues.	49 (IV C)	"N.A."	--
D) Remuneration of Directors.	49 (IV D)	Yes	--
E) Management	49 (IV E)	Yes	--
F) Shareholders	49 (IV F)	Yes	--
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	--
VII. Compliance	49 (VII)	Yes	--

For DHOOT INDUSTRIES LIMITEDDate: 6th January, 2012

Place: Mumbai.



(COMPLIANCE OFFICER)