



DHOOT INDUSTRIES LTD.

CIN No. : L67120MH1985PLC037772

January 6, 2015

To,
The Manager
Department of Corporate Service (DCS-CRD),
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Subject: Clause 49 of the Listing Agreement.
Ref: Dhoot Industries Limited Scrip Code: 523862.

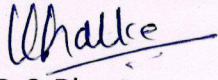
Dear Sir,

Enclosed please find the Corporate Governance Report pursuant to Clause 49 of Listing Agreement for the quarter ended 31st December, 2014.

Kindly take the same on your record and acknowledge receipt of the same.

Thanking You,

Yours truly,
For DHOOT INDUSTRIES LIMITED


for P. C. Dhoot
(Compliance Officer)

Encl.: As above



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Quarterly Compliance Report on Corporate Governance.

Annexure - I

Name of the Company: **DHOOT INDUSTRIES LIMITED**

Quarter Ending on: **31st December, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 II		
A) Composition of Board	49 (IIA)	Yes	--
B) Independent Directors	49 (IIB)	Yes	--
C) Non-Executive Directors' compensation & disclosures	49 (IIC)	Yes	--
D) Other provisions as to Board and Committees	49 (IID)	Yes	--
E) Code of Conduct	49 (IIE)	Yes	--
F) Whistle Blower Policy	49 (IIF)	"N.A."	As per SEBI Circular dated September 15, 2014, the Compliance of Clause 49 is non-mandatory to the Company for the time being.
III. Audit Committee	49 (III)		
A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	--
B) Meeting of Audit Committee	49 (IIIB)	Yes	--
C) Powers of Audit Committee	49 (IIIC)	Yes	--
D) Role of Audit Committee	49 (IIID)	Yes	--
E) Review of Information by Audit Committee	49 (IIIE)	Yes	--
IV. Nomination and Remuneration Committee	49 (IV)	Yes	--
V. Subsidiary Companies	49 (V)	"N.A."	--
VI. Risk Management	49 (VI)	"N.A."	As per SEBI Circular dated September 15, 2014, the Compliance of Clause 49 is non-mandatory to the Company for the time being.
VII. Related Party Transactions	49 (VII)	Yes	--
VIII. Disclosures	49 (VIII)		--



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A) Related party transactions	49 (VIII A)	Yes	--
B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	--
C) Remuneration of Directors	49 (VIII C)	Yes	--
(D) Management	49 (VIII D)	Yes	--
(E) Shareholders	49 (VIII E)	Yes	--
(F) Disclosure of resignation of directors	49 (VIII F)	"N.A."	Deleted vide SEBI circular No. CIR/CFD/POLICY CELL/7/2014 dated 15.09.2014
(G) Disclosure of formal letter of appointment	49 (VIII G)	"N.A."	Deleted vide SEBI circular No. CIR/CFD/POLICY CELL/7/2014 dated 15.09.2014
H) Disclosures in the Annual report	49 (VIII H)	"N.A."	Deleted vide SEBI circular No. CIR/CFD/POLICY CELL/7/2014 dated 15.09.2014
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	"N.A."	--
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied in next Annual Report.
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in next Annual Report.
XI. Compliance	49 (XI)	Yes	Will be complied in next Annual Report.

Date: January 5, 2015
Place: Mumbai

For DHOOT INDUSTRIES LIMITED

P.C. DHOOT
(COMPLIANCE OFFICER)