



Annexure - XI to the Listing Agreement

Quarterly Compliance Report on Corporate Governance

Name of the Company: REFEX 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	No remuneration paid to non-executive directors
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
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)	NA	
VI. Risk Management	49 (VI)	Yes	Complied with Clause 49VIA, 49VIB. Clause 49VIC not applicable.
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		

For REFEX INDUSTRIES LTD,

S. Gopalakrishnan
S. GOPALAKRISHNAN
Secretary



Reflex Industries Limited

CIN No. L45200TN2002PLC049601



Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(A) Related party transactions	49 (VIII A)	Yes	Will be complied with in the annual report for 2014-15
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	There is no change in accounting treatment
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied with in the annual report for 2014-15
(D) Management	49 (VIII D)	Yes	Will be complied with in the annual report for 2014-15
(E) Shareholders	49 (VIII E)	Yes	Will be complied with in the annual report for 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied with in the annual report for 2014-15
X. Report on Corporate Governance	49 (X)	Yes	Will be complied with in the annual report for 2014-15
XI. Compliance	49 (XI)	Yes	Will be complied with in the annual report for 2014-15

For REFEX INDUSTRIES LTD,


S. GOPALAKRISHNAN
Secretary.