



RGF CAPITAL MARKETS LTD.

REGD OFFICE 2, CLIVE GHAT STREET, SAGAR ESTATE (2ND FLOOR), ROOM NO 16
KOLKATA-700 001

CIN : L67120WB1983PLC036113

☎ 033-2230-0683, 4005 6782 FAX · 033-2230-7440

Date 14.10.2015

To,
The Company Secretary & Listing Department,
The Calcutta Stock Exchange Association Limited,
7, Lyons Range,
Kolkata - 700001

Sub: Quarterly Compliance Report on Corporate Governance for Quarter Ending 30.09.2015

Dear Sir,

We enclose herewith the compliance status report for the quarter ended 30th September, 2015 in the format prescribed, for your information and record.

Kindly acknowledge the receipt.

Thanking You,

Yours Truly,

For RGF Capital Markets Limited

For RGF CAPITAL MARKETS LTD.

Director

Sujit Kumar Panda
(Director)
DIN: 06873319

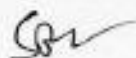
Quarterly Compliance Report on Corporate Governance

Name of the Company: RGF Capital Markets Limited

As on : 30th September, 2015

Particulars	Clause of Listing	Compliance Status	Remarks
II. Board of Directors	49 (II)	-	-
(A) Composition of Board	49 (IIA)	Yes	Total Strength of the Board is – 5 No. of Independent Director – 3 No. of Non –Independent Director-2 Note: Mrs. Anushri Pal has been appointed as Woman Director w.e.f 21 st July, 2015
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	As of this quarter, no fee (Sitting fee is outside the preview under SEBI circular SEBI/CFD/ DIL/ CG/1/2006/13/1 Dated 13.01.2006/ compensation was paid to the independent directors.
(D) Other provisions as to Board and	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	49 (IV)	Yes	-
V. Subsidiary Companies	49 (V)	N.A	The Company does not have any material no-listed Indian subsidiary
VI. Risk Management	49 (VI)	Yes	-
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)	-	-

For RGF CAPITAL MARKETS LTD.



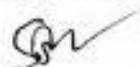
Director

(A) Related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Applicable accounting standards are being complied with on a continual basis and due disclosure is made in Annual Report
(C) Remuneration of Directors	49 (VIII C)	Yes	-
(D) Management	49 (VIII D)	Yes	-
(E) Shareholders	49 (VIII E)	Yes	-
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	No monies were raised through any public rights or preferential issues
IX. CEO/CFO Certification	49 (IX)	Yes	Report on CEO/CFO Certification for the year ended 31 st March, 2015 was annexed to the Annual Report of the Company for the year ended 31 st March, 2015 and for the year ended 31 st March, 2016 will be annexed to the Annual report of the Company for the year ended 31 st March, 2016 (to be published)
X. Report on Corporate Governance	49 (X)	Yes	Report on Corporate Governance for the year ended 31 st March, 2015 was annexed to the Annual Report of the Company for the year ended 31 st March, 2015 and for the year ended 31 st March, 2016 will be annexed to the Annual report of the Company for the year ended 31 st March, 2016 (to be published)
XI. Compliance	49 (XI)	Yes	Report on Compliance for the year ended 31 st March, 2015 was annexed to the Annual Report of the Company for the year ended 31 st March, 2015 and for the year ended 31 st March, 2016 will be annexed to the Annual report of the Company for the year ended 31 st March, 2016 (to be published)

Place: Kolkata
Date: 14.10.2015

For RGF Capital Markets Limited

For RGF CAPITAL MARKETS LTD.



Director

Sujit Kumar Panda
(Director)
DIN: 06873319