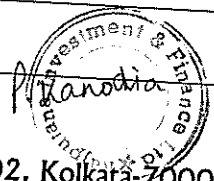


**Corporate Governance Report for the Quarter ending on 31<sup>st</sup> December, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	<b>49 (II)</b>		
(A) Composition of Board	49 (II A)	Yes	--
(B) Independent Directors	49 (II B)	Yes	--
(C) Non-executive Directors' compensation and disclosures	49 (II C)	Yes	--
(D) Other provisions as to Board and Committees	49 (II D)	Yes	--
(E) Code of Conduct	49 (II E)	Yes	--
(F) Whistle Blower Policy	49 (II F)	Yes	--
<b>III. Audit Committee</b>	<b>49(III)</b>		
(A) Qualified and Independent Audit Committee	49 (III A)	Yes	--
(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>	<b>49 (IV)</b>	Yes	--
<b>V. Subsidiary Companies</b>	<b>49(V)</b>	N.A	The Company has no Subsidiary Company.
<b>VI. Risk Management</b>	<b>49(VI)</b>	Yes	
<b>VII. Related Party Transactions</b>	<b>49(VII)</b>	Yes	--
<b>VIII. Disclosures</b>	<b>49 (VIII)</b>		
(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)	Yes	--



**Rajputana**  
investment and finance ltd

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	--
(H) Disclosures in Annual report	49 (VIII H)	Yes	--
(I) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII I)	Yes	10,00,000 Equity Shares of Rs. 10/- each at a premium of Rs.20/- per share on Preferential Basis issued on 18 <sup>th</sup> December, 2014.
IX. CEO/CFO Certification	49(IX)	Yes	--
X. Report on Corporate Governance	49 (X)	Yes	--
XI. Compliance	49 (XI)	Yes	--

For Rajputana Investment & Finance Limited

  
P. Karodia

Pankaj Kumar Karodia  
(Managing Director)  
DIN : 07020952

Date: 05/01/2015  
Place: Kolkata

**Rajputana Investment & Finance Ltd**  
Reg. Address: 18, Rabindra Sarani, Poddar Court, 5th Floor, Gate No. 1, Room No. 502, Kolkata-700001  
CIN: L65929WB1941PLC010731 | Email Id: rajputanainvestment@gmail.com  
| Website: www.rajputanafinance.com | Phone No.: 03 3-32627550