

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY		DARJEELING ROPEWAY COMPANY LIMITED		
QUARTER ENDED ON		30 <sup>TH</sup> SEPTEMBER, 2012		
SL.NO	PARTICULARS	CLAUSE OF THE LISTING AGREEMENT	COMPLIANCE STATUS (YES /NO/N/A)	REMARKS
I	<b>BOARD OF DIRECTORS</b>	<b>49(I)</b>		
	A COMPOSITION OF BOARD	49(IA)	YES	
	B NON EXECUTIVE DIRECTORS COMPENSATION & DISCLOSURE	49(IB)	NA	
	C OTHER PROVISIONS AS TO BOARD AND COMMITTEES	49(IC)	YES	
	D CODE OF CONDUCT	49(ID)	YES	The Board of Directors has laid down a code of conduct for all members and senior management.
	<b>AUDIT COMMITTEE</b>	<b>49(II)</b>		
II	A QUALIFIED AND 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	<b>SUBSIDIARY COMPANIES</b>	<b>49(III)</b>	<b>N.A</b>	The Company have no Subsidiary Company (ies).
IV	<b>DISCLOSURES</b>	<b>49(IV)</b>		
	A BASIS OF RELATED PARTY TRANSACTION	49(IVA)	YES	
	B DISCLOSURES OF ACCOUNTING TREATMENT	49(IVB)	YES	
	C BOARD DISCLOSURES- RISK MANAGEMENT	49(IVC)	N.A	
	D PROCEEDS FROM PUBLIC ISSUES, RIGHT ISSUES, PREFERENTIAL ISSUES ETC.	49(IVD)	N.A	
	E REMUNERATION OF DIRECTORS .	49(IVE)	N.A	"Will be complied with in the next annual report"
	F MANAGEMENT	49(IVF)	YES	"Will be complied with in the next annual report"
	G SHAREHOLDERS	49(IVG)	YES	"Will be complied with in the next AGM"
V	<b>CEO / CFO CERTIFICATION</b>	<b>49(V)</b>	<b>YES</b>	"Will be complied with in the next annual report"
VI	<b>REPORT ON CORPORATE GOVERNANCE</b>	<b>49(VI)</b>	<b>YES</b>	"Will be complied with in the next annual report"
VII	<b>COMPLIANCE</b>	<b>49(VII)</b>	<b>YES</b>	"Will be complied with in the next annual report"

DARJEELING ROPEWAY CO. LTD.  
*A. U. Chatterjee*  
 Director/Authorised Signatory