



Golden Tobacco Limited

(Estd. 1930 • Founder : Late Narsee Monjee • Incorporated 1955)

Manufacturers of Quality Cigarettes / Cigars



July 8, 2015

GT/SE/SEC 2015-16

To,

The Manager,
Corporate Relations Department,
Bombay Stock Exchange,
14th Floor, P.J. Towers,
Dalal Street,
MUMBAI-400001

Scrip Code:151

The Secretary,
National Stock Exchange of India Ltd
'Exchange Plaza'
Bandra Kurla Complex, Bandra (East)
MUMBAI - 400 051

Scrip Code : 5251



Dear Sir,

Sub: Quarterly Compliance Report on Corporate Governance :

We enclose herewith the quarterly compliance report on Corporate Governance for the quarter ended June 30, 2015, as required under Clause 49 of the Listing Agreement.

Kindly take the same on record and acknowledge the receipt.

Thanking You,
For GOLDEN TOBACCO LIMITED


MANOJ KUMAR SRIVASTAVA
COMPANY SECRETARY



Registered Office & Works : At. Darjipura, Post-Amaliyara, Vadodara - 390 022. (Gujarat).
Phone : +91 0265 2540597, 2540281 Fax : +91 0265 2541700, Toll Free No. : 1800 223 951
website : www.goldentobacco.in Email : share@goldentobacco.in CIN : L16000GJ1955PLC067605

New Delhi Office : Golden Tobacco Limited, 1303-1304, Vijaya Building, 17, Barakhamba Road, New Delhi-110 001.
Phone : +91 011 23711531 Fax : +91 011 23314457

Mumbai Office : Golden Tobacco Limited, Tobacco House, S. V. Road, Vile Parle (W), Mumbai-400 056.
Phone : +91 022 26713951 Fax : +91 022 26715481



Quarterly Compliance Report on Corporate Governance

Name of the Company: GOLDEN TOBACCO LIMITED

Quarter ended : JUNE 30, 2015

BSE CODE : 500151

NSE CODE : 5251

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No/N.A. | 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) | Yes | Details will be disclosed in the Board's Report. |
| 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 | Details will be disclosed in the Board's Report. |
| V. Subsidiary Companies | 49 (V) | Yes | Details will be disclosed in the Board's Report. |
| VI. Risk Management | 49 (VI) | N.A | - |
| VII. Related Party Transactions | 49 (VII) | Yes | - |
| VIII. Disclosures | 49 (VIII) | Yes | - |
| (A) Related Party Transactions | 49(VIII A) | Yes | - |
| (B) Disclosure of Accounting Treatment | 49(VIII B) | Yes | Not applicable as there is no deviation from the accounting treatment prescribed by accounting standard |
| (C) Remuneration of Directors | 49(VIII C) | N.A | Complied in the Annual Report. |
| (D) Management | 49(VIII D) | N.A | Complied in the Annual Report. |
| (E) Shareholders | 49(VIII E) | N.A | Complied in the Annual Report. |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49(VIII F) | N.A | - |
| IX. CEO/CFO Certification | 49 (IX) | Yes | - |
| X. Report on Corporate Governance | 49 (X) | Yes | - |
| XI. Compliance | 49 (XI) | Yes | - |

For GOLDEN TOBACCO LIMITED

MANOJ KUMAR SRIVASTAVA
COMPANY SECRETARY



SENDING REPORT

B.S.E

8 Jul. 2015 5:42PM

YOUR LOGO : GOLDEN TABCCO LTD
YOUR FAX NO. : 02652540281

| NO. | OTHER FACSIMILE | START TIME | USAGE TIME | MODE | PAGES | RESULT |
|-----|-----------------|---------------|------------|------|-------|--------|
| 01 | 02222723121 | 8 Jul. 5:40PM | 01'36 | SND | 02 | OK |

TO TURN OFF REPORT, PRESS 'MENU' #04.
THEN SELECT OFF BY USING '+' OR '-'.

SENDING REPORT

N.S.E

8 Jul. 2015 5:38PM

YOUR LOGO : GOLDEN TABCCO LTD
YOUR FAX NO. : 02652540281

| NO. | OTHER FACSIMILE | START TIME | USAGE TIME | MODE | PAGES | RESULT |
|-----|-----------------|---------------|------------|------|-------|--------|
| 01 | Fax Server | 8 Jul. 5:36PM | 02'06 | SND | 02 | OK |

TO TURN OFF REPORT, PRESS 'MENU' #04.
THEN SELECT OFF BY USING '+' OR '-'.