

**Quarterly Compliance Report on Corporate Governance**

Name of the Company: Hotel Rugby Limited  
 Quarter ending on: 31.03.2011

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	<b>49 I</b>		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' compensation & disclosures	49(IB)	N.A.	As no payment to Non-Executive Director
(C) Other provisions as to Board and Committee	49 (IC)	YES	
(D) Code of Conduct	49 (ID)	NO	The Company has formulated Code of Conduct but the same has not been posted on website, as there is no website of the Company.
<b>II. Audit Committee</b>	<b>49 (II)</b>		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (II C)	YES	
(D) Role of Audit Committee	49 (II D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
<b>III. Subsidiary Companies</b>	<b>49 (III)</b>	YES	
<b>IV. Disclosures</b>	<b>49 (IV)</b>		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49(IV B)	N.A.	Will be complied with in the next Annual Report
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues	49 (IV D)	N.A.	As there was no issue of shares during the quarter
(E) Remuneration of Directors	49 (IV E)	N.A.	As no remuneration paid to Non Executive Director
(F) Management	49 (IV F)	N.A.	Will be complied with in the next Annual Report
(G) Shareholders	49 (IV G)	N.A.	Will be complied with in the next Annual Report
<b>V. CEO/CFO Certification</b>	<b>49 (V)</b>	N.A.	Will be complied with in the next Annual Report.
<b>VI. Report on Corporate Governance</b>	<b>49 (VI)</b>	N.A.	Will be complied with in the next Annual Report.
<b>VII. Compliance</b>	<b>49 (VII)</b>	N.A.	Will be complied with in the next Annual Report.

For HOTEL RUGBY LIMITED  
 MANAGING DIRECTOR


