

AVI PHOTOCHEM LIMITED

110 MANISH INDL ESTATE NO 4, NAVGHAR,
VASAI (EAST), DIST: THANE 401210
TEL: 9323468454 / 9223434316 / 0250-2390707
Email: avichem@vsnl.com / CIN: L24200MH1989PLC050913
Website: www.aviphoto.in



8th October, 2015

To,
The Manager (Listing)
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400 001
Ph: 022 2272 1233/34
Fax: 022 2272 3719

Sub: Quarterly Compliance Report on Corporate Governance
(Under Clause 49 of the Listing Agreement)
Ref: Scrip Code No. 523896

Dear Sir/Madam,

Pursuant to the provisions of Clause 49 of the Listing Agreement, please find attached herewith the quarterly Compliance Report on Corporate Governance for the quarter ended September 30, 2015.

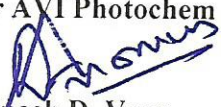
We have also submitted the same through Online Portal - BSE Corporate Compliance & Listing Centre.

Kindly acknowledge and take the same on your record.

Thanking you,

Yours Faithfully,

For AVI Photochem Limited


Avinash D. Vora
Whole Time Director



Encl: a/a

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**COMPLIANCE REPORT ON CORPORATE GOVERNANCE
 (PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT)**

Name of the Company: AVI Photochem Limited
Quarter Ending on : September 30, 2015

Particulars	Clauses of the Listing Agreement	Compliance Status (Yes/No)	Remarks
II. Board of Directors	49 (II)	Yes	-
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	-
Other provision as to Board and Committees	49 (IID)	Yes	-
Code of Conduct	49 (IIE)	Yes	-
Whistle Blower Policy	49 (IIF)	Yes	-
III. Audit Committee	49 (III)	Yes	-
Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
Meeting of Audit Committee	49 (IIIB)	Yes	-
Powers of Audit Committee	49 (IIIC)	Yes	-
Role of Audit Committee	49 (IIID)	Yes	-
Review of information by Audit Committee	49 (IIIE)	Yes	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	-
V. Subsidiary Companies	49 (V)	N.A	As there is no subsidiary
VI. Risk Management	49 (VI)	Yes *	-
VII. Related Party Transaction	49 (VII)	Yes *	-
VIII. Disclosures	49 (VIII)	Yes	-
(A) Related party transactions	49 (VIII A)	Yes	Disclosed in Annual Report
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Disclosed in Annual Report
(C) Remuneration of Directors	49 (VIII C)	Yes	Disclosed in Annual Report
(D) Management	49 (VIII D)	Yes	Disclosed in Annual Report
(E) Shareholders	49 (VIII E)	Yes	Disclosed in Annual Report
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	There is no proceeds from public issue, preferential issue, right issue, etc
IX. CEO/CFO Certification	49 (IX)	Yes	Disclosed in Annual Report
X. Report on Corporate Governance	49 (X)	Yes	Disclosed in Annual Report
XI. Compliance	49 (XI)	Yes	Disclosed in Annual Report

* As per SEBI Guidelines CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014, the same is Not Applicable to the Listed Companies whose paid up capital of the Company not exceeding Rs. 10 crores and net worth of the Company not exceeding Rs. 25 Crores.

For AVI Photochem Limited



Avinash D. Vora
Whole Time Director