

Date : 14.01.2015

To

Bombay Stock Exchange Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Scrip Code No. 418

Kind Attn: Mr. Wilbur Fernandes

Dear Sir,

As per the compliance of the Listing Agreement, we are submitting the Corporate Governance Report as per Clause 49 of the Listing Agreement for the quarter ended 31st December, 2014.

Thanking you,

Yours faithfully,
For TOKYO PLAST INTERNATIONAL LTD.



**HARESH V. SHAH
(DIRECTOR)**

TOKYO PLAST *International Ltd.*

REGD. ADD. : Vyom Arcade, 5th Floor, Tejpal Scheme Road No.5, Above United Bank of India, Vile Parle (East),
Mumbai - 400 057, India. • Tel. : 91-22-6145 3300 / 6695 2301 • Fax : 91-22-6691 4499 • CIN - L25209MH1992PLC069617
E-mail : info@tokyoplast.com • Website : www.tokyoplast.com

CORPORATE GOVERNANCE REPORT AS ON 31ST DECEMBER, 2014

| PARTICULARS | CLAUSE LISTING AGREEMENT | COMPLIANCE STATUS (YES/NO) | REMARKS |
|--|--------------------------|----------------------------|---------|
| I Board of Directors | | | |
| (A) Composition of Board | 49 (IIA) | Yes | |
| (B) Independent Directors | 49 (IIB) | Yes | |
| (C) Non-Executive Directors compensation & disclosure | 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) | No | |
| II Audit Committee | | | |
| (A) Qualified & Independent Audit Committee | 49 (III) | Yes | |
| (B) Meeting of Audit Committee | 49 (IIIA) | Yes | |
| (C) Power of Audit Committee | 49 (IIIB) | Yes | |
| (D) Role of Audit Committee | 49 (IIIC) | Yes | |
| (E) Review of Information by Audit Committee | 49 (IIID) | Yes | |
| III Nomination and Remuneration Committee | | | |
| | 49 (IV) | Yes | |
| IV. Subsidiary Companies | | | |
| | 49 (V) | Yes | |
| V. Risk Management | | | |
| | 49 (VI) | No | |
| VI. Related Party Transaction | | | |
| | 49 (VII) | Yes | |
| VII. Disclosure | | | |
| (A) Basis of related party transactions | 49 (VIII) | Yes | |
| (B) Disclosure of Accounting Treatment | 49 (VIIIA) | Yes | |
| (c) Remuneration of Directors | 49 (VIIIB) | Yes | |
| (D) Management | 49 (VIIC) | Yes | |
| (E) Shareholders | 49 (VIID) | Yes | |
| (f) Disclosure of resignation of directors | 49 (VIIE) | Yes | |
| (G) Disclosure of formal letter of appointment | 49 (VIIF) | Yes | |
| (H) Disclosure in the annual report | 49 (VIIG) | Yes | |
| (I) Proceeds From public Issues, right issues, preferential issues etc | 49 (VIIG) | Yes | |
| | 49 (VIII I) | Yes | |
| VII. CEO / CFO Certification | | | |
| | 49 (IX) | Yes | |
| XI Report on Corporate Governance | | | |
| | 49 (X) | Yes | |
| X Compliance | | | |
| | 49 (XI) | Yes | |

For TOKYO PLAST INTERNATIONAL LIMITED



HAREESH V. SHAH
(DIRECTOR)

PLACE : MUMBAI

DATE : 14. 01. 2015

TOKYO PLAST International Ltd.

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