

o/c

POLYTEX INDIA LTD.

505, Ecospace IT park, 5th Floor, Old Nagardas Road, Andheri (East) Mumbai – 400069.
Tel. No: 67147824, Fax No. : 67804776, Website: www.polytexindia.com, Email id: polytexindia@gmail.com

Date: 11th Oct, 2011

To,
The Department of Corporate Services,
The Stock Exchange, Mumbai,
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001

Sub: Certificate in terms of Regulation 49 of the Listing Agreement

Dear Sir,

Kindly please enclosed herewith the Certificate in terms of Regulation 49 of the Listing Agreement for the quarter ended 30.09.2011.

This is to comply with the Regulation 49 of Listing Agreements.

Thanking you.

Yours Truly,

For Polytex India Ltd.



Authorized Signatory

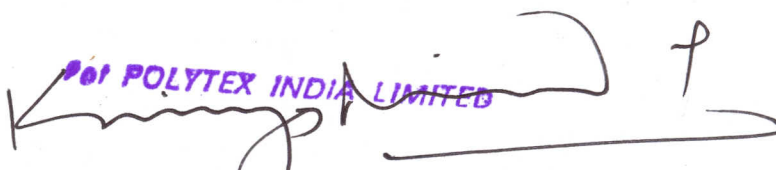
Encl: As Above



Format of Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: Polytex India Ltd
Quarter ending on: 30.09.2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	Transactions, if any with the independent directors are disclosed in the Annual Report.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	(49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A	
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	To The Extent Applicable
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	


Director/Authorised Signatory