

**SAMDANI SHAH
and Associates**

Company Secretaries
103, Tanishq, Opp. SBI Urmi Branch,
Productivity Road, Vadodara – 390020.
Ph.:+91-265 330583, 2321494,6563095
Mob : 9723462962
e-mail: cssamdani@gmail.com

CERTIFICATE

to the Members of Rapicut Carbides Limited

We have examined the compliance of the conditions of Corporate Governance by Rapicut Carbides Limited for the year ended 31st March, 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges in India.


The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate Governance. It is neither an audit nor an expression of an opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31st March 2014, no grievances are pending against the Company as per the records maintained by the Company and presented to the Shareholders/Investors Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**Date: 09/08/2014
Place : Vadodara**


**Suresh Kumar Kabra
Company Secretary
Partner
Samdani Shah & Asso.
Company Secretaries
ACS/CP NO. 9711/9927**