

**ASHNOOR TEXTILE MILLS LIMITED**

Regd. Office: Beharampur Road, Village Khandsa, Gurgaon, Haryana-122001  
CIN: L17226HR1984PLC033384; E mail: [atml\\_delhi@yahoo.com](mailto:atml_delhi@yahoo.com); Phone: 0124 4940550

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**FOR THE 3<sup>rd</sup> QUARTER (Q-3) ENDED DECEMBER 31, 2014 OF FINANCIAL YEAR 2014-2015**

<b>PARTICULARS</b>	<b>CLAUSE OF LISTING AGREEMENT</b>	<b>COMPLIANCE STATUS (YES/NO)</b>	<b>REMARKS</b>
<b>I. Board of Directors</b>	49 II	Yes	--
(A) Composition of Board	49 (IIA)	Yes	--
(B) Independent Director	49 (IIB)	Yes	--
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	* At present not payable	--
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	--
(E) Code of Conduct	49 (IIE)	Yes	Web site is yet to be set up
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>II. Audit Committee</b>	49 III	Yes	--
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	--
(B) Meeting of the Audit Committee	49 (IIIB)	Yes	--
(C) Power of Audit Committee	49 (IIIC)	Yes	--
(D) Role of Audit Committee	49 (IIID)	Yes	--
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	--
<b>III. Nomination and Remuneration Committee</b>	49 (IV)	Yes	--
<b>V. Subsidiary Companies</b>	49 (V)	Not Applicable	--
<b>VI. Risk Management</b>	49 (VI)	Yes	--
<b>VII. Related Party Transactions</b>	49 (VII)	N.A.	--
<b>VIII. Disclosures</b>	49 (VIII)	Yes	--
(A) Related Party Transactions	49 (VIIIA)	Yes	--
(B) Accounting Treatment	49(VIIIB)	At present not applicable	--
(C) Remuneration of Directors	49 (VIIC)	Yes	--
(D) Management	49 (VIIID)	Yes	--

(E) Shareholders	49 (VIII E)	Yes	--
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIII F)	Yes	--
<b>IX. CEO/CFO Clarifications</b>	49 (IX)	Yes	--
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	--
<b>XI. Compliance</b>	49 (XI)	Yes	--

**for Ashnoor Textile Mills Limited**

**Sd-  
Suneel Gupta  
Managing Director  
DIN-00052084  
January 14, 2015**

\*At present, no fee/ compensation is payable to any non-executive/ independent director. The same will be fixed before starting of payment of fee/compensation to them.

**Note:**

All the disclosures required to disclose in Annual Report shall be disclosed in Annual Report for the financial year 2014-2015