

ASHNOOR TEXTILE MILLS LIMITED

Regd. Office: Beharampur Road, Village Khandsa, Gurgaon, Haryana-122001
CIN: L17226HR1984PLC033384; E mail: atml_delhi@yahoo.com; Phone: 0124 4940550

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE
FOR THE 4th QUARTER (Q-4) ENDED MARCH 31, 2015 OF FINANCIAL YEAR 2014-2015**

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS (YES/NO)	REMARKS
I. Board of Directors	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	Web site is yet to be set up
II. Audit Committee	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	--
III. Nomination and Remuneration Committee	49 (IV)	Yes	--
V. Subsidiary Companies	49 (V)	Not Applicable	--
VI. Risk Management	49 (VII)	Yes	--
VII. Related Party Transactions	49 (VII)	No Transaction	--
VIII. Disclosures	49 (VIII)	Yes	--
(A) Related Party Transactions	49 (VIIIA)	Yes (No Transaction)	--
(B) Accounting Treatment	49(VIIIB)	At present not applicable	--
(C) Remuneration of Directors	49 (VIIIC)	Yes	--

(D) Management	49 (VIID)	Yes	--
(E) Shareholders	49 (VIIE)	Yes	--
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIIF)	Not Applicable	--
IX. CEO/CFO Clarifications	49 (IX)	Yes	--
X. Report on Corporate Governance	49 (X)	Yes	--
XI. Compliance	49 (XI)	Yes	--

for Ashnoor Textile Mills Limited

**Sd-
Suneel Gupta
Managing Director
DIN-00052084
April 13, 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