

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, 2014 OF FINANCIAL YEAR 2013-2014**

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS (YES/NO)	REMARKS
I. Board of Directors	49 I	Yes	--
(A) Composition of Board	49 (IA)	Yes	--
(B) Non-executive Directors' Compensation & Disclosure	49 (IB)	* At present not payable	--
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	--
(D) Code of Conduct	49 (ID)	Yes	Web site is yet to be set up
II. Audit Committee	49 II	Yes	--
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	--
(B) Meeting of the Audit Committee	49 (IIB)	Yes	--
(C) Power of Audit Committee	49 (IIC)	Yes	--
(D) Role of Audit Committee	49 (IID)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49 (III)	Not Applicable	--
IV. Disclosures	49 (IV)	Yes	--
(A) Basis of Related Party Transactions	49 (IVA)	Yes	--
(B) Accounting Treatment	49(IVB)	At present not applicable	--
(C) Board Disclosures	49 (IVC)	Yes	--
(D) Proceeds from public issues, right issues, preferential issues etc.	49 (IVD)	Yes	--
(E) Remuneration of Directors	49 (IVE)	Yes	--
(F) Management	49 (IVF)	Yes	--
(G) Shareholders	49 (IVF)	Yes	--

V. CEO/CFO Clarifications	49(VI)	Yes	--
VI. Report on Corporate Governance	49 (VI)	Yes	--
VII. Compliance	49(VII)	Yes	--

for Ashnoor Textile Mills Limited

**Sd-
Suneel Gupta
Managing Director
DIN-00052084
April 9, 2014**

*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.