

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 2ND QUARTER (Q-2) ENDED SEPTEMBER 30, 2015 OF FINANCIAL YEAR 2015-2016**

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)	Yes	At present not payable
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	--
(E) Code of Conduct	49 (IIE)	Yes	--
(F) Whistle Blower Policy	49 (IIF)	Yes	--
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)	Yes	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 (VIIID)	Yes	--

(E) Shareholders	49 (VIII E)	Yes	--
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIII F)	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
October 13, 2015**