

**SALONA COTSPIN LIMITED**

**COMPLIANCE REPORT UNDER CLAUSE 49 OF THE LISTING AGREEMENT  
FOR THE QUARTER ENDED 31.03.2015**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II Board of Directors</b>	49 II	YES	
(A) Composition of Board	49(IIA)	YES	
(B) Independent Directors	49(IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	
(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	
<b>III. Audit Committee</b>	49 (II)	YES	
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB )	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 III(D)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	YES	
<b>V. Subsidiary Companies</b>	49 (V)	NA	The company has no subsidiary company(s)
<b>VI. Risk Management</b>	49(VI)	NA	
<b>VII. Related Party Transactions</b>	49(VII)	YES	
<b>VIII. Disclosures</b>	49 (VIII)	YES	
(A) Basis of related party transactions	49 (VIII A)	YES	
(B) Disclosure on Accounting Treatment	49 (VIII B)		
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	YES	
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	NA	Has not made any Public/Rights/Preferential issue recently.
<b>IX. CEO/CFO Certification</b>	49 (IX)	YES	
<b>X. Report on Corporate Governance</b>	49 (X)	YES	
<b>XI. Compliance</b>	49 (XI)	YES	

**FOR SALONA COTSPIN LIMITED**

(sd....)

**MANAGING DIRECTOR**