

Quarterly Compliance Report on Corporate Governance

Name of the Company: Kamadgiri Fashion Limited

Quarter ending on: 30th June 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	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	
III. Audit Committee	49 (III)	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 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	There was no material transactions with related parties
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Required disclosure will be made in the Annual Report of FY 2015-16
(C) Remuneration of Directors	49 (VIII C)	Yes	-do-
(D) Management	49 (VIII D)	Yes	-do-
(E) Shareholders	49 (VIII E)	Yes	-do-
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	There was no issue of securities
IX. CEO/CFO Certification	49 (IX)	Yes	Required disclosure will be made in the Annual Report of FY 2015-16
X. Report on Corporate Governance	49 (X)	Yes	-do-
XI. Compliance	49 (XI)	Yes	-do-

For Kamadgiri Fashion Limited

Place: Mumbai
Date: 13th July 2015

**Pradip Kumar Goenka
Chairman & Managing Director**