

CIN:L17300MH1981PLC024184

Ref. : Clp/corp/03/15

13/04/2015

To,  
Ms. Neha Gada  
Bombay Stock Exchange Limited (Listing)  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Fort,  
Mumbai - 400 001

Dear Madam,

Sub : Quarterly Compliance Report on Corporate Governance as on 31-03-2015

In compliance with the clause 49 of the Listing Agreement, we are enclosing herewith quarterly compliance report on Corporate Governance for 31<sup>st</sup> March' 2015.

Kindly acknowledge the receipts and do the needful.

Thanking You,

Yours faithfully,  
For Gini Silk Mills Limited,



Authorised Signatory



Fine Fabrics Since 1963

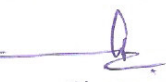
## Quarterly Compliance Report on Corporate Governance

Name of the Company: GINI SILK MILLS LIMITED  
 Quarter ending on: 31<sup>ST</sup> MARCH, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		-
(A) Composition of Board	49 (IIA)	YES	-
(B) Independent Directors	49 (IIB)	YES	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	N.A	-
(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 (III)		
(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	-
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	YES	-
<b>V. Subsidiary Companies</b>	49 (V)	N.A	-
<b>VI. Risk Management</b>	49 (VI)	YES	-
<b>VII. Related Party Transactions</b>	49 (VII)	YES	-
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	-
(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 issue, preferential issues, etc	49 (VIII F)	N.A	-
<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 GINI SILK MILLS LIMITED

Date : 10.04.2015  
 Place: Mumbai

  
 Chetan Patel  
 Compliance Officer