

**Quarterly Compliance Report on Corporate Governance**

Name of the Company: **KAMADGIRI FASHION LIMITED**  
 Quarter Ending on: **30th September 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 & disclosures	49(IB)	Yes	--
(C) Other provisions as to Board and Committees	49 (IC)	Yes	--
(D) Code of Conduct	49 (ID)	Yes	--
II. Audit Committee	49 (II)	Yes	--
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	--
(B) Meeting of Audit Committee	49 (IIB)	Yes	--
(C) Powers of Audit Committee	49 (IIC)	Yes	--
(D) Role of Audit Committee	49 II (D)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49 (III)	"NA"	--
IV. Disclosures	49 (IV)	Yes	--
(A) Basis of related party transactions	49 (IVA)	Yes	--
(B) Disclosure of Accounting Treatment	49(IV B)	Yes	--
(C) Board Disclosures	49 (IV C)	Yes	--
(D) Proceeds from Public Issues, Right issues and preferential Issues.	49 (IV D)	"NA"	--
(E) Remuneration of Directors	49 (IV E)	Yes	--
(F) Management	49 (IV F)	Yes	--
(G) Shareholders	49 (IV G)	Yes	--
V. CEO/CFO Certification	49 (V)	Yes	--
VI. Report on Corporate Governance	49 (VI)	Yes	--
VII. Compliance	49 (VII)	Yes	--

For Kamadgiri Fashion Limited

Sd/-

Pradip Kumar Goenka  
 Chairman & Managing Director

Place: Mumbai  
 Date: 14th October 2014