

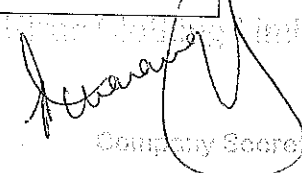
Quarterly Compliance Report on Corporate Governance

Name of the Company: **Kewal Kiran Clothing Limited**

Quarter ending on: **March 31, 2015**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(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)		
(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	Company has no subsidiary
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	

(C) Remuneration of Directors	49 (VIII C)	Yes	It has to be disclosed annually. The said disclosure for the financial year ended March 31, 2014 has been made in the Annual Report 2013-14 and for the financial year ended March 31, 2015 it will be disclosed in the ensuing Annual Report 2014-15
(D) Management	49 (VIII D)	Yes	It has to be disclosed annually. The said disclosure for the financial year ended March 31, 2014 has been made in the Annual Report 2013-14 and for the financial year ended March 31, 2015 it will be disclosed in the ensuing Annual Report 2014-15
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	Yes	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	It has to be disclosed annually. The said disclosure for the financial year ended March 31, 2014 has been made in the Annual Report 2013-14 and for the financial year ended March 31, 2015 it will be disclosed in the ensuing Annual Report 2014-15
XI. Compliance	49 (XI)	Yes	It has to be disclosed annually. The said disclosure for the financial year ended March 31, 2014 has been made in the Annual Report 2013-14 and for the financial year ended March 31, 2015 it will be disclosed in the ensuing Annual Report 2014-15


 Company Secretary