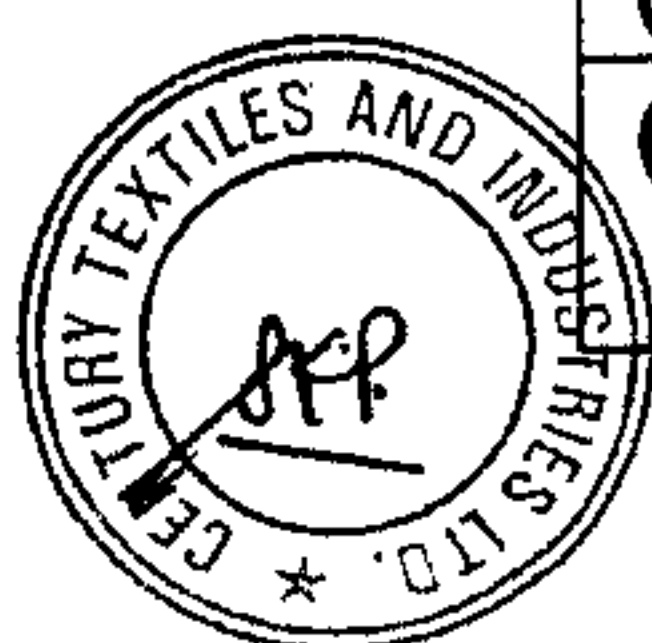


Quarterly Compliance Report on Corporate Governance.

Name of the Company: **Century Textiles and Industries Limited**

Quarter ending on : **31st DECEMBER, 2011**

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 (II B)	Yes	--
(C) Powers of Audit Committee	49 (II C)	Yes	--
(D) Role of Audit Committee	49 (IID)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49 (III)	Not Applicable	Since we do not have any subsidiary the provision is not applicable to us.
IV. Disclosures	49 (IV)	Yes	--
(A) Basis of related party transactions	49 (IV A)	Yes	--
(B) Disclosure of Accounting treatment	49 (IV B)	Yes	--
(C) Board Disclosures	49 (IV C)	Yes	--



(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Not Applicable	Not raised any funds through public issues, rights issues, preferential issues etc. in the last 16 years.
(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	--

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