

Quarterly Compliance Report on Corporate Governance.

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

Quarter ending on : 31st March, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes / No	Remarks
II. Board of Directors	49 II	Yes	--
(A) Composition of Board	49(IIA)	Yes	Smt. Saraladevi Birla, a Woman Director on the Board of Directors of the Company expired on 28.03.2015. The vacancy will be filled up as per law as required.
(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	Requirement regarding presence of Chairman of the Audit Committee at AGM is due for compliance at the ensuing AGM.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	--
(C) Powers of Audit Committee	49 (IIIC)	Yes	--
(D) Role of Audit Committee	49 (IIID)	Yes	Role specific to Annual Financial Statements will be complied with at the time of review of Annual Accounts of the Company



(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Role specific to Annual Financial Statements will be complied with at the time of review of Annual Accounts of the Company.
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Remuneration policy and evaluation criteria will be disclosed in the annual report for the year ended 31.03.2015.
V. Subsidiary Companies	49 (V)	Not Applicable	Since we do not have any subsidiary the provision is not applicable to us.
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	Since there is no material transaction with related parties hence disclosure in this respect is not applicable.
(B) Disclosure of Accounting treatment	49 (VIII B)	Yes	--
(C) Remuneration of Directors	49 (VIII C)	Yes	Disclosure requirement due for compliance in the Annual Report of the Company for the year ended 31.03.2015.
(D) Management	49 (VIII D)	Yes	Due for compliance in the Annual Report of the Company for the year ended 31.03.2015.
(E) Shareholders	49 (VIII E)	Yes	Disclosure provisions due for compliance in the Annual Report of the Company for the year ended 31.03.2015.



(F) Proceeds from public issues, rights Issue, preferential issues, etc.	49 (VIII F)	Yes	During 2014-15 the Company has issued warrants convertible into equity shares on a preferential basis. The requirements about informing the audit committee about fund uses would be done at its next meeting.
IX.CEO / CFO Certification	49 (IX)	Yes	Will be complied with at the time of Annual results of the Company and as and when required.
X. Report on Corporate Governance	49 (X)	Yes	Due for compliance in the Annual Report of the Company for the year ended 31.03.2015.
XI. Compliance	49 (XI)	Yes	Will be complied with in the Annual Report of the Company for the year ended 31.03.2015

For Century Textiles and Industries Limited



Deena

Secretary