

**SALONA COTSPIN LIMITED**

**COMPLIANCE REPORT UNDER CLAUSE 49 OF THE LISTING AGREEMENT  
FOR THE QUARTER ENDED 31.03.2014**

| Particulars  | Clause of Listing agreement | Compliance Status Yes/ No | Remarks   |
|--|-----------------------------|---------------------------|---|
| <b>I Board of Directors</b>  | 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                       |   |
| <b>II. Audit Committee</b>   | 49 (II)                     | YES                       |   |
| (A) Qualified & Independent Audit Committee                              | 49 (IIA)                    | YES                       |   |
| (B) Meeting of Audit Committee   | 49 (11B )                   | 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                       |   |
| <b>III. Subsidiary Companies</b>   | 49 (III)                    | NA                        | The company has no subsidiary company(s)                      |
| <b>V. Disclosures</b>  | 49 (IV)                     | YES                       |   |
| (A) Basis of related party transactions                                  | 49 (IV A)                   | YES                       |   |
| (B) Disclosure on Accounting Period                                      | 49 (1V B)                   | YES                       |   |
| (B) Board Disclosures  | 49 (IV C)                   | YES                       |   |
| (C) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D)                   | NA                        | Has not made any Public/ Rights/ Preferential issue recently. |
| (D) Remuneration of Directors  | 49 (IV E)                   | YES                       |   |
| (E) Management   | 49 (IV F)                   | YES                       |   |
| (F) Shareholders   | 49 (IV G)                   | YES                       |   |
| <b>V.CEO/ CFO Certification</b>  | 49 (V)                      | YES                       |   |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)                     | YES                       |   |
| <b>VII. Compliance</b>   | 49 (VII)                    | YES                       |   |

**FOR SALONA COTSPIN LIMITED**

(sd....)

**MANAGING DIRECTOR**