

K G DENIM LIMITED

REGD. OFFICE: THEN THIRUMALAI
METTUPALAYAM - 641 302.
COIMBATORE DISTRICT
TAMILNADU, INDIA.

kg
Denim

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CIN : L17115TZ1992PLC003798



KGDL/SECTL/CG/II/15-16

12.10.2015

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI - 400 001.

Dear Sirs,

Sub: Quarterly Corporate Compliance Report for 30.09.2015

Please find enclosed the following statement : -

CLAUSE – 49 Report on Corporate Governance

Corporate Governance for the quarter ended 30th September, 2015.

Kindly acknowledge receipt.

Thanking you

Yours Faithfully,
For **K G DENIM LIMITED**

COMPANY SECRETARY

Encl : As above.

Quarterly Compliance Report on Corporate Governance

Name of the Company : K G DENIM LIMITED

Quarter ending on : 30th September, 2015

Particulars 1	Clause of Listing Agreement 2	Compliance Status (Yes/No/N.A.) 3	Remarks 4
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49 (IIA)	No	On account of death of one director and resignation of 2 directors, the Board is being reconstituted and the required 50% of Independent Directorship condition will be met shortly.
(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	
(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)	Yes	
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	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	There was no further issue of capital during the quarter
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

For K G DENIM LIMITED


Company Secretary