

**Annexure - XI to the Listing Agreement**

**Format of Quarterly Compliance Report on Corporate Governance**

Name of the Company: <b>Kiran Syntex Limited</b>		Quarter ending on <b>31/12/2014</b>	
<b>Particulars</b>	<b>Clauses Of Listing Agreement</b>	<b>Compliance Status Yes/No/N.A. As on 26/02/15</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	<b>49(II)</b>	<b>--</b>	
(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 & Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	N.A.	
<b>III. Audit Committee</b>	<b>49(III)</b>	<b>--</b>	
(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	
<b>IV. Nomination and Remuneration Committee</b>	<b>49(IV)</b>		
<b>V. Subsidiary Companies</b>	<b>49(V)</b>	<b>N.A.</b>	
<b>VI. Risk Management</b>	<b>49(VI)</b>	<b>Yes</b>	
<b>VII. Related Party Transactions</b>	<b>49(VII)</b>	<b>N.A.</b>	
<b>VIII. Disclosures</b>	<b>49(VIII))</b>	<b>Yes</b>	
(A) Related party transaction	49(VIII A)	N.A.	
(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	
(I) Proceeds from public issues, rights issue, preferential issues, etc	49(VIII I)	N.A.	
<b>IX. CEO/CFO Certification</b>	<b>49(IX)</b>	<b>N.A.</b>	
<b>X. Report on Corporate Governance</b>	<b>49(X)</b>	<b>N.A.</b>	
<b>XI. Compliance</b>	<b>49(XI)</b>	<b>N.A.</b>	

Place : Surat

For Kiran Syntex Limited

*(Signature)*  
Managing Director/Director

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