

# Damodar Threads Limited

Regd. Office: A1/202, Centre Point, 243-A, N.M.Joshi Marg, Lower Parel (E),

Mumbai – 400 013

Email: damodardadra@gmail.com

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 31<sup>st</sup> MARCH, 2012

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	<b>49 I</b>		
(A) Composition of Board	49(IA)	Yes	The Board comprised six directors, in which three directors are independent.
(B) Non-executive Directors, compensation & disclosures	49(IB)	Yes	Except sitting fee, no fees have been paid to independent directors.
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	
<b>II. Audit Committee</b>	<b>49 II</b>		
(A) Qualified & Independent Audit committee	49(IIA)	Yes	Audit Committee comprised three members. All are independent directors.
(B) Meeting of Audit Committee	49(IIB)	Yes	
(C) Powers of Audit Committee	49(IIC)	Yes	
(D) Role of Audit Committee	49(IID)	Yes	
(E) Review of Information by Audit Committee	49(IIE)	Yes	
<b>III. Subsidiary Company</b>	<b>49(III)</b>	N.A.	
<b>IV. Disclosures</b>	<b>49(IV)</b>		
(A) Basis of Related party transaction	49(IVA)	Yes	Will be complied in the next Annual Report.
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	
(C) Board Disclosures	49(IVC)	Yes	
(D) Proceeds from public issues, Rights Issues, preferential issues etc.	49(IVD)	Yes	
(E) Remuneration of Directors	49(IVE)	Yes	Disclosures shall be made in the section on the corporate governance report in the next Annual Report.
(F) Management	49(IVF)	Yes	Will be complied in the next Annual Report.
(G) Shareholders	49(IVG)	Yes	
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	Will be complied with at the Annual General Meeting.
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	Will be complied in the next Annual Report.
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	Will be complied in the next Annual Report.

**For Damodar Threads Limited**

**SD/-**

Place: Mumbai  
Date: 11<sup>th</sup> April, 2012

Pramod Kumar Jain  
Company Secretary