

Damodar Industries Limited

(Formerly known as Damoar Threads Limited)

Regd. Office: A1/202, Centre Point, 243-A, N.M.Joshi Marg, Lower Parel (E),
Mumbai – 400 013

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 31st MARCH, 2013

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
I. Board of Directors	49 I		
(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	
II. Audit Committee	49 II		
(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	
III. Subsidiary Company	49(III)	N.A.	
IV. Disclosures	49(IV)		
(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	
V. CEO/CFO Certification	49(V)	Yes	Will be complied with at the Annual General Meeting.
VI. Report on Corporate Governance	49(VI)	Yes	Will be complied in the next Annual Report.
VII. Compliance	49(VII)	Yes	Will be complied in the next Annual Report.

For **Damoar Industries Limited**
(Formerly Known as Damodar Threads Limited)

SD/-

Subodh Kumar Soni
Company Secretary

Place: Mumbai
Date: 12th April, 2013