

**Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement****Name of the Company: SANTARAM SPINNERS LIMITED
Quarter ending on: MARCH, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	YES	---NIL---
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	YES	---NIL---
(C) Other Provisions as to Board and Committees	49 (IC)	YES	---NIL---
D) Code of Conduct	(49 (ID)	YES	---NIL---
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	---NIL---
(B) Meeting of Audit Committee		YES	---NIL---
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	YES	---NIL---
(D) Role of Audit Committee	49 II(D)	YES	---NIL---
(E) Review of Information by Audit Committee	49 (IIE)	YES	---NIL---
III. Subsidiary Companies	49 (III)	YES	---NA---
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	YES	Complied with at the AGM
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Complied with at the AGM
(C) Board Disclosures	49 (IV C)	YES	Complied with at the AGM
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	YES	Complied with at the AGM
(E) Remuneration of Directors	49 (IV E)	YES	Complied with at the AGM
(F) Management	49 (IV F)	YES	Complied with at the AGM
(G) Shareholders	49 (IV G)	YES	Complied with at the AGM
V. CEO/CFO Certification	49 (V)	YES	Complied with at the AGM
VI. Report on Corporate Governance	49 (VI)	YES	Complied with at the AGM
VII. Compliance	49 (VII)	YES	Complied with at the AGM

Date: 3RD APRIL, 2014
Place: Ahmedabad

For Santaram Spinners Limited

Managing Director