

# THAMBBI MODERN SPINNING MILLS LIMITED

CIN: - L17111TZ1977PLC000776

Reg. Office :- Omalur Road, Jagir Ammapalayam, Salem – 636302

E Mail: - tmsml@ymail.com / Website: - www.thambbimelange.com / Phone 0427 - 2345425

13.04.2015

To  
Corporate Relationship Department  
BSE LIMITED  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers,  
Dalal Street, Fort  
Mumbai – 400 001

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY: M/S THAMBBI MODERN SPINNING MILLS LIMITED  
QUARTER ENDING ON: 31.03.2015

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS YES / NO/ NA	REMARKS
II. BOARD OF DIRECTORS	49 II		-
(A) Composition of Board	49 (IIA)	YES	-
(B) Independent Directors	49 (IIB)	YES	No Remuneration, Commission is paid to Non Executive Directors, Independent Directors except sitting fees.
(C) Non Executive Directors Compensation and Disclosure	49 (IIC)	YES	-
(D) Other provisions as to Board and Committee	49 (IID)	YES	-
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
III. AUDIT COMMITTEE	49 III		-
(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	-

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IV. NOMINATION AND REMUNERATION COMMITTEE	49 (IV)	YES	
V. SUBSIDIARY COMPANIES	49 (V)	NA	-
VI. RISK MANAGEMENT	49 (VI)	-	-
VII. RELATED PARTY TRANSACTION	49 (VII)	NIL	-
VIII. DISCLOSURES	49 (VIII)	-	-
(A) Related Party Transaction	49 (VIII A)	NA	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Will be complied in the Next Annual Report
(C) Remuneration to Directors	49 (VIII C)	YES	Sri.R.Jagadeesan, Managing Director is getting Rs.1,25,000/- P.M.
(D) Management	49 (VIII D)	NA	Will be complied in the Next Annual Report
(E) Shareholders	49 (VIII E)	NA	Will be complied with at the AGM
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	NA	-
IX. CEO / CFO CERTIFICATION	49 (IX)	NA	Will be complied in the Next Annual Report
X. REPORT ON CORPORATE GOVERNANCE	49 (X)	NA	Will be complied in the Next Annual Report
XI. COMPLIANCE	49 (XI)	NA	Will be complied in the Next Annual Report

For Thambbi Modern Spinning Mills Limited



P.Rajasekaran  
Compliance Officer