

THAMBBI MODERN SPINNING MILLS LIMITED

CIN: - L17111TZ1977PLC000776

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

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

22.01.2015

To
Corporate Relationship Department
BSE LIMITED
1st 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: 31.12.2014

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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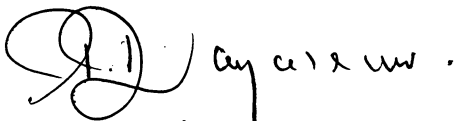
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IV. NOMINATION AND REMUNERATION COMMITTEE	49 (IV)	YES	
V. SUBSIDIARY COMPANIES	49 (V)	NA	-
VI. RISK MANAGEMENT	49 (VI)	-	-
VII. RELATED PARTY TRANSACTION	49 (VII)	NIL	-
VIII. DISCLOSURES	49 (VIII)		
(A) Related Party Transaction	49 (VIII A)	NA	-
(B) 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, Chairman cum 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