

Regd. Office & Corporate Office : 373, Industrial Area-A, Ludhiana - 141 003 (INDIA)
Phones : 91-161-2600701 to 705, 2606977 to 980 Fax : 91-161-2222942, 2601956
E-mail : secnsm@owmnahar.com Web Site : www.owmnahar.com
CIN No. : L17115PB1980PLC004341

NSML/SD/2015

October 9, 2015

1. **The Vice President**
The National Stock Exchange Of India Ltd.,
Exchange Plaza, 5th Floor, Plot No. C/1,
G- Block, Bandra- Kurla Complex,
Bandra(E), MUMBAI- 400051
2. **The General Manager**
The Bombay Stock Exchange Limited
25th Floor, P.J. Tower
Dalal Street, Mumbai
MUMBAI- 400001

SUB:- QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Sir,

Pursuant to Clause 49 of the Listing Agreement, we are sending herewith Corporate Governance Report for the Quarter ended 30th September, 2015.

Kindly acknowledge the receipt.

Thanking You,

for NAHAR SPINNING MILLS LIMITED


(COMPANY SECRETARY)

Encl: As Above.

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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: NAHAR SPINNING MILLS LIMITED

Quarter ending on : 30.09.2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)	YES	
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
III. Audit Committee	49 (III)	YES	
(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	
IV. Nomination and Remuneration Committee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	N. A.	
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	YES	Note No. 1
VIII. Disclosures	49 (VIII)	YES	
(A) Related party transactions	49 (VIII A)	N.A	Note No. 1
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	
(C) Remuneration of Directors	49 (VIII C)	YES	The Company has complied this for the financial year ended 2015 and for the financial year ended 2016, this will be complied in the next Annual Report
(D) Management	49 (VIII D)	YES	
(E) Shareholder	49 (VIII E)	YES	

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(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII I)	N.A.	
IX. CEO/CFO Certification	49 (IX)	YES	
X. Report on Corporate Governance	49 (X)	YES	The Company has complied this for the financial year ended 2015 and for the financial year ended 2016, this will be complied in the next Annual Report.
XI. Compliance	49 (XI)	YES	The Company has complied this for the financial year ended 2015 and for the financial year ended 2016, this will be complied in the next Annual Report.

Note No. 1

Pursuant to Clause 49 (VIII) (A) details of all material transactions with related parties is required to be disclosed quarterly alongwith the compliance report on corporate governance. Though Company does not have any Material transactions with related parties, however, in the normal course of Textile Business and due to nature of Textile Industry, Company is doing some transactions of sale and purchase of Yarns/Garments/Fabrics and Fabrication job etc. with its group companies, which are also engaged in Textile business. These transactions are entered into in the ordinary course of business and are at Arm's Length basis at prevailing market prices. These transactions are approved by Audit Committee.

for NAHAR SPINNING MILLS LIMITED


COMPANY SECRETARY