



Priyadarshini

**Priyadarshini Spinning Mills Ltd.**

Corporate Office : Satyanarayana Enclave,  
Icon Block, 2<sup>nd</sup> Floor, Madinaguda,  
Hyderabad - 500 049, AP, India  
Tel : +91-40-4015 3333, Fax : +91-40-2304 0374  
finho@psmspinning.com

Date: 07.04.2015

To  
General Manager  
Department of Corporate Services  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

Dear Sir,

Sub: Submission of Corporate Governance Report - Reg

Pursuant to Clause 49 of the Listing Agreement, we herewith, are submitting the Corporate Governance Report for the quarter ended 31.03.2015.

This is for your information and record.

For Priyadarshini Limited

Cherukuri Kowsalendra Rao  
Executive Vice-Chairman and Compliance Officer



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## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company	M/s. PRIYADARSINI LIMITED
Quarter ending on	31 <sup>st</sup> March, 2015

We furnish hereunder the status of implementation of the code of Corporate Governance in the prescribed format as amended pursuant to Clause 49 of the Listing Agreement.

Particulars	Clause of Listing Agreement	Compliance Status Yes / No / N.A.	Remarks
<b>II. Board of Directors</b>	<b>49(II)</b>		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non- Executive Directors' Compensation & Disclosures	49 (IIC)	Yes	Complied in the Annual Report
(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	-
<b>III. Audit Committee</b>	<b>49 (III)</b>		
(A) Qualified & Independent Audit Committee	49 (III)A	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	-



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(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	-
VIII. Disclosures	49 (VIII)		-
(A) Basis of related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49(VIII B)	N.A.	No changes in accounting treatment different from that prescribed in an Accounting Standards has been followed
(C) Remuneration of Directors	49(VIIIC)	Yes	-
(D) Management	49 (VIIID)	Yes	Complied in the Annual Report
(E) Shareholders	49 (VIIIE)	Yes	Complied in the Annual Report
(F) Proceeds from Public Issue, Rights issue, Preferential Issues, etc,	49 (VIIIF)	N.A.	-
IX CEO / CFO Certification	49 (IX)	Yes	Complied in the Annual Report
X. Report on Corporate Governance	49 (X)	Yes	Complied in the Annual Report
XI. Compliance	49 (XI)	Yes	Complied in the Annual Report

For PRIYADARSINI LIMITED

Cherukuri Kowsalendra Rao  
Executive Vice-Chairman and  
Compliance Officer

Place: Hyderabad  
Date: 07-04-2015