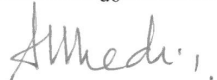


**Quarterly Compliance Report on Corporate Governance under
Clause 49 of the Listing Agreement**

Name of the Company : Juggilal Kamlapat Cotton Spg. & Wvg. Mills Co. Ltd.
Quarter ending on : 31st March, 2013

| Particulars | Clause of Listing Agreement | Compliance status Yes /No | Remarks |
|---|-----------------------------|---------------------------|---------------------------|
| I. Board of Directors | 49I | | |
| (A) Composition of Board | 49(IA) | Yes | --- |
| (B) Non-executive Directors' compensation & disclosures | 49(IB) | Yes | --- |
| (C) Other provisions as to Board and Committees | 49(IC) | Yes | --- |
| (D) Code of Conduct | 49(ID) | Yes | To be part of A.R.2012-13 |
| II. Audit Committee | 49II | | |
| (A) Qualified & Independent Audit Committee | 49(IIA) | Yes | --- |
| (B) Meeting of Audit Committee | 49(IIB) | Yes | --- |
| (C) Powers of Audit Committee | 49(IIC) | Yes | --- |
| (D) Role of Audit Committee | 49(IID) | Yes | --- |
| (E) Review Information by Audit Committee | 49(IIE) | Yes | --- |
| III. Subsidiary Companies | 49III | N.A. | --- |
| IV. Disclosures | 49IV | | |
| (A) Basis of related party transactions | 49(IVA) | Yes | --- |
| (B) Disclosure of Accounting Treatment | 49(IVB) | Yes | --- |
| (C) Board Disclosures | 49(IVC) | Yes | --- |
| (D) Proceeds from public issues, right issues, preferential issues etc. | 49(IVD) | N.A. | --- |
| (E) Remuneration of Directors | 49(IVE) | Yes | To be part of A.R.2012-13 |
| (F) Management | 49(IVF) | Yes | ----- do----- |
| (G) Shareholders | 49(IVG) | Yes | ----- do----- |
| V. CEO/CFO Certification | 49V | Yes | ----- do----- |
| VI. Report on Corporate Governance | 49VI | Yes | ----- do----- |
| VII. Compliance | 49VII | Yes | ----- do----- |

Kanpur
Dated : 8th April, 2013


 (S.K.Kedia)
 CFO & Company Secretary
 (Compliance Officer)