

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

Name of the Company : Juggilal Kamlatpat Cotton Spg. & Wvg. Mills Co. Ltd.  
Quarter ending on : 31st March, 2010

| Particulars                                                             | Clause of Listing Agreement | Compliance status Yes /No | Remarks                   |
|-------------------------------------------------------------------------|-----------------------------|---------------------------|---------------------------|
| <b>I. Board of Directors</b>                                            | 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.2009-10 |
| <b>II. Audit Committee</b>                                              | 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                       | ---                       |
| <b>III. Subsidiary Companies</b>                                        | 49III                       | N.A.                      | ---                       |
| <b>IV. Disclosures</b>                                                  | 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.2009-10 |
| (F) Management                                                          | 49(IVF)                     | Yes                       | ----- do-----             |
| (G) Shareholders                                                        | 49(IVG)                     | Yes                       | ----- do-----             |
| <b>V. CEO/CFO Certification</b>                                         | 49V                         | Yes                       | ----- do-----             |
| <b>VI. Report on Corporate Governance</b>                               | 49VI                        | Yes                       | ----- do-----             |
| <b>VII. Compliance</b>                                                  | 49VII                       | Yes                       | ----- do-----             |

*S.K. Kedia*  
(S.K.Kedia)

Company Secretary  
(Compliance Officer)

Kanpur  
Dated : 6th April, 2010

