

**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 December, 2008

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 & Committees	49(IC)	Yes	---
(D) Code of Conduct	49(ID)	Yes	To be part of A.R.2008-09
<b>II. Audit Committee</b>	49(II)		
(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>	49(III)	N.A.	---
<b>IV. Disclosures</b>	49(IV)		
(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.2008-09
(F) Management	49(IVF)	Yes	----- do-----
(G) Shareholders	49(IVG)	Yes	----- do-----
<b>V. CEO/CFO Certification</b>	49(V)	Yes	----- do-----
<b>VI. Report on Corporate Governance</b>	49(VI)	Yes	----- do-----
<b>VII. Compliance</b>	49(VII)	Yes	----- do-----

Kanpur  
Dated : 5th January, 2009

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