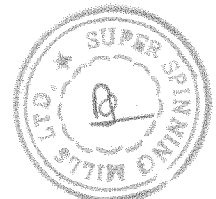


**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company : M/s. Super Spinning Mills Limited

Quarter Ending On : 30<sup>th</sup> September 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-Executives Directors' Compensation & Disclosures	49 (IIC)	Yes	Complied in the Annual Report
(D) Other provisions as to Board and Committee	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	-
<b>III. Audit Committee</b>	49 (III)		
(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	-
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	-
<b>V. Subsidiary Companies</b>	49 (V)	N A	Both the subsidiary companies are not material un-listed Indian Subsidiary Company in terms of Clause 49 (III)
<b>VI. Risk Management</b>	49 (VI)	Yes	-
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	-
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIIIB)	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 Issues, Right Issues, Preferential Issues etc	49 (VIIIF)	N A	-



<b>IX. CEO / CFO Certification</b>	49 (IX)	<b>Yes</b>	Complied in the Annual Report
<b>X. Report on Corporate Governance</b>	49 (X)	<b>Yes</b>	Complied in the Annual Report
<b>XI. Compliance</b>	49 (XI)	<b>Yes</b>	Complied in the Annual Report

Place : Coimbatore

Date : 8<sup>th</sup> October 2015

For Super Spinning Mills Limited

  
R. Srikanth  
Company Secretary