

NIRLON LIMITED

Western Express Highway,
Goregaon (E), Mumbai - 400 063.
T +91-22-4028 1919 / 2685 2256 59
F +91-22-4028 1940.
www.nirlonltd.com, Email:info@nirlonltd.com
CIN:L17120 MH1958PLC 011045



July 2, 2015

The Secretary,
BSE Limited,
P. J. Towers,
Dalal Street,
Mumbai - 400 001.

Security Code: - 500307

Dear Sir,


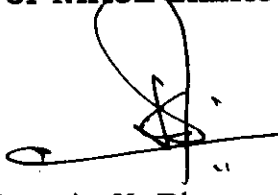
Sub: Quarterly Compliance Report on Corporate Governance for the 1st Quarter ended 30th June, 2015

Ref: Clause 49 of Listing Agreement

With reference to the above, we are submitting herewith the 1st Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement for your information and record.

Thanking you,


Yours faithfully,
For Nirlon Limited



Jasmin K. Bhavsar

Company Secretary, Vice President- Legal & Compliance Officer

Encl.: a/a.

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| BSE LTD. INWARD SECTION  03 JUL 2015 CONTENTS NOT VERIFIED SIGN..... |
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NIRLON LIMITED
Quarter ending 30th June 2015 (1st Quarter of F.Y. 2015-16)
Security Code: 500307

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No/N.A. | Remarks |
|---|------------------------------------|--------------------------------------|----------------------------|
| II. Board of Directors | 49 (II) | | |
| Composition of Board | 49 (IIA) | Yes | |
| Independent Directors | 49 (IIB) | Yes | |
| (C) Non-executive Directors' compensation & disclosures | 49 (IIC) | Yes | Only sitting fees are paid |
| (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 | |
| III. Audit Committee | 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 | |
| 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) | N.A. | |
| VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIIIA) | N.A. | |
| (B) Disclosure of Accounting Treatment | 49 (IIIB) | Yes | |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | |
| (D) Management | 49 (VIII D) | Yes | |
| (E) Shareholders | 49 (VIII E) | Yes | |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIII F) | N.A. | |

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|--|---------|-----|---|
| IX. CEO/CFO Certification | 49 (IX) | Yes | Certification will be done for the Audited Financial Accounts for the year ended on 31st March, 2015 and shall form part of 56th Annual Report |
| X. Report on Corporate Governance | 49 (X) | Yes | Will be done for the Company's 56th Annual Report - 2014-15 |
| Compliance | 49 (XI) | Yes | A Certificate on Corporate Governance Report will be obtained, and will be annexed to the Director's Report Annual Report - 2014-15 |

For Nirlon Limited



Jasmin K. Bhavsar

**Company Secretary, Vice President- Legal & Compliance Officer
Mumbai, July 2, 2015**