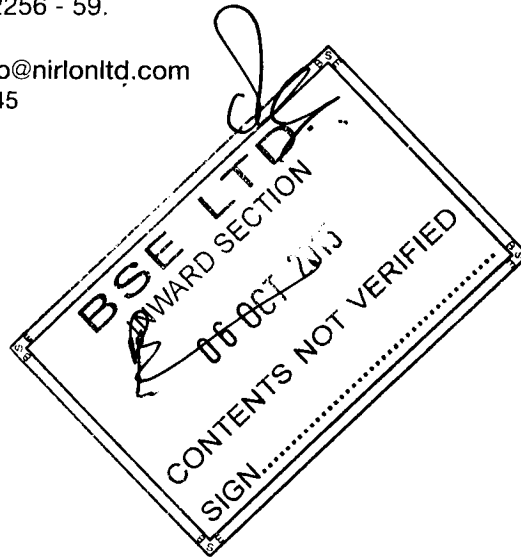


NIRLON LIMITED

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

**October 5, 2015**

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

**Security Code: 500307****Dear Sir,**

Sub: Quarterly Compliance Report on the Corporate Governance for the 2nd Quarter ended September 30, 2015

Ref: Clause 49 of the Listing Agreement

With reference to the above subject, we are submitting herewith the 2nd Quarterly Compliance Report on the Corporate Governance as required under the 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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NIRLON LIMITED
Quarter ending September 30, 2015
(2nd Quarter -F.Y. 2015-16)
Security Code: 500307

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(II B)	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 (VIII A)	N.A	
(B) Disclosure of Accounting Treatment	49 (VIII B)	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.	



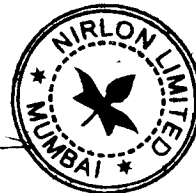

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IX.CEO/CFO Certification	49 (IX)	Yes	Certification will be done for the Audited Financial Accounts for the year ended 31st March, 2016 and shall form part of the 57th Annual Report
X. Report on Corporate Governance	49 (X)	Yes	Will be done for the Company's 57th Annual Report - 2015-16
2 Compliance	49 (XI)	Yes	A certificate on the Corporate Governance Report will be obtained, and will be annexed to the Director's Report (57th Annual Report - 2015-16

For Nirlon Limited



Jasmin K. Bhavsar

**Company Secretary, V.P. (Legal) & Compliance Officer
Mumbai, October 5, 2015**