

**KITEX****Kitex Garments Limited**

P.B.NO.5, KIZHAKKAMBALAM-683562, KOCHI, KERALA, INDIA

PHONE: 91 484 4142000, FAX: 91 484 2680604

E mail: kgl@kitexgarments.com

CIN: L18101KL1992PLC006528

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Ref: KGL/SECT/Jan/14-15/03

Date: 10<sup>th</sup> January, 2015

Dept. of Corporate Services  
Corporate Relationship Department  
Bombay Stock Exchange Limited  
Floor 25, P.J Towers  
Dalal Street, Mumbai – 400001

National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), MUMBAI 400 051

The Cochin Stock Exchange Ltd  
MES Dr.P.K Abdul Gafoor Memorial Cultural Complex  
36/1565, 4th Floor, Judges Avenue  
Kaloor, Kochi-682 017

Dear Sir,

**Ref: Scrip Code 521248 (BSE) / KITEX (NSE) / KGR (CSE)****Sub: Quarterly compliance Report under clause 49 of the Listing Agreement**

Please find attached the Report on Corporate Governance for quarter ended  
31<sup>st</sup> December, 2014

Thanking You,

Yours faithfully,  
**For Kitex Garments Limited**

**A. Babu**  
**Company Secretary &**  
**Compliance officer**

**Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement(Revised Format)**

**Name of the Company: KITEX GARMENTS LIMITED**  
**Stock Code BSE -521248, NSE - KITEX, COCHIN SE - KGR**

**Quarter ending on: 31<sup>st</sup> December, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks ( As per new Companies Act,2013 read with listing and SEBI Guidelines)
<b>II Board of Directors</b>	49 II		
(A) Composition of Board	49(IIA)	YES	To be complied during the year 2014-15
(B) Independent Directors	49 (IIB)	YES	To be complied during the year 2014-15
(C)Non-executive Directors' Compensation & Disclosures	49 (IIC)	YES	
(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	
<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)	Not applicable	NO SUBSIDIARY
<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)	YES	
(C) Remuneration of Directors	49 (VIIC)	YES	
(D) Management	49 (VIID)	YES	
(E) Shareholders	49 (VIIIE)	YES	
(F) Disclosure of resignation of Directors	49 (VIIF)	YES	
(G) Disclosure of formal letter of appointment	49(VIIIG)	YES	To be complied during the year 2014-15
(H) Disclosures in the Annual Report	49(VIIIH)	YES	
(I) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49(VIII I)	NOT APPLICABLE	
<b>IX.CEO/CFO Certification</b>	49 (IX)	YES	
<b>X. Report on Corporate Governance</b>	49 (X)	YES	
<b>XI. Compliance</b>	49 (XI)	YES	

10/01/2015



**FOR KITEK GARMENTS LIMITED**

*A. Babu*  
**A. Babu**  
**Company Secretary & Compliance Officer**