

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company : OSWAL AGRO MILLS LIMITED

Quarter ending on : 30<sup>th</sup> June, 2015

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I. Board of Directors</b>	49II	-	-
(A) Composition of Board	49II A	Yes	Women director was appointed on 28.05.2015
(B) Independent Directors	49II B	Yes	-
(C) Non-executive Directors compensation & disclosures	49II C	Yes	-
(D) Other provisions as to Board and Committees	49II D	Yes	-
(E) Code of Conduct	49II E	Yes	-
(F) Whistle Blower Policy	49II F	Yes	-
<b>II. Audit Committee</b>	49 III	Yes	-
(A) Qualified & Independent Audit Committee	49 III A	Yes	-
(B) Meeting of Audit Committee	49 III B	Yes	-
(C) Powers of Audit Committee	49 III C	Yes	-
(D) Role of Audit Committee	49 III D	Yes	-
(E) Review of Information by Audit Committee	49 III E	Yes	-
<b>III. Nomination and Remuneration Committee</b>	49 IV	No	-
<b>IV. Subsidiary Companies</b>	49 V	No	-
<b>V. Risk Management</b>	49 VI	Yes	-
<b>VI. Related Party Transactions</b>	49 VII	Yes	-
<b>VII. Disclosures</b>	49 VIII	Yes	-
(A) Related Party transactions	49 VIII A	Yes	-
(B) Disclosure of Accounting Treatment	49 VIII B	Yes	-
(C) Remuneration of Directors	49 VIII C	No	-
(D) Management	49 VIII D	Yes	-
(E) Shareholders	49 VIII E	Yes	-
(F) Proceeds from Public Issues, right issue, preferential issues, etc.	49 VIII F	No	-
<b>VIII. CEO/CFO Certification</b>	49 IX	Yes	-
<b>IX. Report on Corporate Governance</b>	49 X	Yes	-
<b>X. Compliance</b>	49XI	Yes	-