

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE****Name of the Company : Vippy Spinpro Ltd.****Quarter ended on : 31.03.2015**

Particulars	Clause of listing agreement	Compliance Status Yes/No.N.A.	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non –executive Director’s 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)	NA	
<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 (VIIIC)	Yes	Will be complied in next Annual Report
(D) Management	49(VIIID)	Yes	Will be complied in next Annual Report
(E) Shareholders	49 (VIII E)	Yes	Will be complied in next Annual Report
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIII F)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Will be complied in next Annual Report
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Will be complied in next Annual Report
<b>XI. Compliance</b>	49(XI)	Yes	Will be complied in next Annual Report

For **Vippy Spinpro Ltd.**

Sd/-

Sanju Patel

Company Secretary &amp; CFO