



## Momai Apparels Ltd.

(Formerly known as Momai Apparels Private Ltd.)

**CIN U18109MH2010PLC199178**

**Regd. Office:** Shop No. 305- 309, 3rd Floor, Pacific Plaza, Plot No. 570, TPS IV, Off Bhawani Shankar Road, Mahim Division, Dadr (West), Mumbai- 400 028. Tel: 022-24331551

**Factory:** Gala No. 201 to 215, D-6, Harihar Compound, Opp. Indian Warehouse, Mankoli Naka, Thane-nasik Highway, Dapode Bhiwandi-421302. Tel: 02522-647401/2/3/4/5/6/7/8.

E-mai: momaiapparels2010@gmail.com Website: www.momaiapparels.com

To,  
Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai-400 051

**Ref.: MOMAI APPARELS LIMITED**

Subject: **Quarterly Compliance Report on Corporate Governance under Clause 52 of the Listing Agreement**

Dear Sir,

Pursuant to provisions of clause 52 of the Listing agreement, please find enclosed herewith the Quarterly Compliance Report, in the prescribed format, for the Quarter ended 31<sup>st</sup> December, 2014 regarding compliance with the provisions of aforesaid clause by the company.

Thanking You,

Yours Faithfully

**For MOMAI APPARELS LIMITED**

**Bhoomi Mewada**

**Company Secretary & Compliance officer**





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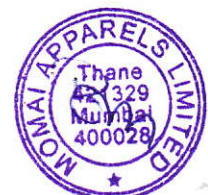
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### Quarterly Compliance Report On Corporate Governance Under Clause 52 Of The Listing Agreement

Name of the Company: Momai Apparels Limited  
Quarter Ending On: December 31<sup>st</sup>, 2014

Particulars	Clause Of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II Board Of Director</b>	52 II		
(A) Composition Of Board	52(IIA)	Yes	<p>The Board Of Directors Of The Corporation Comprises Of 6 Directors, Of Which 3 Directors Are Non-Executive Directors, Representing 50% Of The Total Strength.</p> <p>Duly Constituted- Changes Has Been Made During The Quarter As Below:</p> <p><b>1.Mrs. Anupama Manoj Sharma Appointed On The Board As Additional Director(Independent) On 27<sup>th</sup> November , 2014</b></p> <p><b>2.Mr. Shrikant Maheshwari Resigned From The Post Of The Director( Independent) On November 27<sup>th</sup> , 2014</b></p>
(B) Independent Directors	52 (IIB)	Yes	Duly Complied
(C) Non-Executive Directors' Compensation & Disclosures	52 (IIC)	Yes	Sitting Fees Paid To Non-Executive Directors Of The Corporation Are Within The Limits Prescribed Under The Companies Act, 2013; Hence No Approval Of The Shareholders Is Required





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(D) Other Provisions As To Board And Committees	52 (IID)	Yes	Duly Complied
(E) Code Of Conduct	52 (IIE)	Yes	The Corporation Has Formulated And Adopted A Code Of Conduct Which Is Applicable To All Its Directors And Senior Management. The Said Code Has Been Posted On Its Website.
(F) Whistle Blower Policy	52 (IIF)	Yes	Duly Complied
<b>III. Audit Committee</b>	52 (III)		
(A) Qualified & Independent Audit Committee	52 (IIIA)	Yes	The Audit Committee Comprises Three Directors, Out Of Which Two Are Independent Directors.
(B) Meeting Of Audit Committee	52 (IIIB)	Yes	--
(C) Powers Of Audit Committee	52 (IIIC)	Yes	The Terms Of Reference Of Audit Committee Of Directors Includes The Matters Referred To In Clause 52 (C), (D), & (E) Of The Listing Agreements.
(D) Role Of Audit Committee	52 (IIID)	Yes	The Terms Of Reference Of Audit Committee Of Directors Includes The Matters Referred To In Clause 52 (C), (D), & (E) Of The Listing Agreements
(E) Review Of Information By Audit Committee	52 (IIIE)	Yes	--
<b>IV. Nomination And Remuneration Committee</b>	52 (IV)	Yes	Duly Constituted
<b>V. Subsidiary Companies</b>	52 (V)	NA	--
<b>VI. Risk Management</b>	52 (VI)	Yes	--
<b>VII. Related Party Transactions</b>	52 (VII)	Yes	Applicable to Holding Company
<b>VIII. Disclosures</b>	52 (VIII)		
(A) Related Party Transactions	52 (VIII A)	Yes	Will Be Complied In The Annual Report 2014-2015
(B) Disclosure Of Accounting Treatment	52 (VIII B)	Yes	Duly Complied





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(C) Remuneration Of Directors	52 (VIII C)	Yes	Duly Followed
(D) Management	52 (VIII D)	Yes	Will Be Complied In The Annual Report 2014-2015
(E) Shareholders	52 (VIII E)	Yes	Duly Complied
(F) Disclosure Of Resignation Of Directors	52 (VIII F)	Yes	Duly Complied
(G) Disclosure Of Formal Letter Of Appointment	52 (VIII G)	Yes	Duly Complied
(H) Disclosures In Annual Report	52 (VIII H)	Yes	Will Be Complied In The Annual Report 2014-2015
(I) Proceeds From Public Issues, Rights Issues, Preferential Issues Etc.	52 (VIII I)	Yes	--
<b>IX. CEO/CFO Certification</b>	52 (IX)	Yes	Will Be Complied In The Annual Report 2014-2015
<b>X. Report On Corporate Governance</b>	52 (X)	Yes	Detailed Report On Corporate Governance Will Be Complied In The Annual Report 2014-2015
<b>XI. Compliance</b>	52 (XI)	Yes	--

Yours Faithfully,  
For Momai Apparels Limited

*Bhoomi Mewada*

**Bhoomi Mewada**  
Company Secretary & Compliance Officer

