



# AMBICA AGARBATHIES AROMA & INDUSTRIES LTD

POWERPET, ELURU - 534 002 W.G.DT. (A.P.)  
PHONES : 230629, 230216, FAX : 08812 - 233876

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

NAME OF THE COMPANY : AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED

QUARTER ENDING : DECEMBER 31, 2014

Particulars	Clause of Listing Agreement	Compliance status (Yes/No)	Remarks
<b>II. BOARD OF DIRECTORS</b>	<b>49 (II)</b>		
(A) Composition of Board	49 (II A)	Yes	The Board of the Company consists of optimum combination of executive and non-executive directors and more than 50% of the Board consists of non-executive directors.  Further, the company is in the process of appointment of a woman director.
(B) Independent Directors	49 (II B)	Yes	-
(C) Non-Executive Directors' Compensation & Disclosures	49 (II C)	Yes	-
(D) Other provisions as to Board and Committees	49 (II D)	Yes	-
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	
<b>III. AUDIT COMMITTEE</b>	<b>49 III</b>		
(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>IV. NOMINATION AND REMUNERATION COMMITTEE</b>	<b>49(IV)</b>	Yes	-



For Ambica Agarbathies Aroma & Industries Ltd.

e mail : ambica.agar@rediffmail.com

www.ambicaincense.com

TIN NO. 37520211540

ST.NO. 37520211540C

Chairman & Managing Director

V.	<b>SUBSIDIARY COMPANIES</b>	<b>49 (V)</b>	NA	-
VI.	<b>RISK MANAGEMENT</b>	<b>49 (VI)</b>	Yes	-
VII.	<b>RELATED PARTY TRANSACTIONS</b>	<b>49 (VII)</b>	Yes	-
VIII.	<b>DISCLOSURES</b>	<b>49 (VIII)</b>		
	(A) Related Party Transactions	49 (VIII A)	Yes	
	(B) Disclosures 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) Disclosure of Resignation of Directors	49 (VIII F)	Yes	
	(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	
	(H) Disclosures in Annual Report	49 (VIII H)	Yes	
	(I) Proceeds from Public Issues, Rights Issues, Preferential issues etc.	49 (VIII I)	NA	-
IX.	<b>CEO/CFO CERTIFICATION</b>	<b>49 (IX)</b>	Yes	Forms part of the Annual Report for FY 2014
X.	<b>REPORT ON CORPORATE GOVERNANCE</b>	<b>49 (X)</b>	Yes	Forms part of the Annual Report for FY 2014.
XI.	<b>COMPLIANCE</b>	<b>49 (XI)</b>	Yes	Forms part of the Annual Report for FY 2014.

Date: 13.01.2014

Place: Hyderabad

FOR AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED



 AMBICA KRISHNA  
CHAIRMAN & MANAGING DIRECTOR