

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
 Ref.: (a) Symbol – DISHMAN (b) Series – EQ

 Name of the Company: **DISHMAN PHARMACEUTICALS AND CHEMICALS LTD.**  
 Quarter ending on: **30<sup>th</sup> June, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>
<b>II. Board of Directors</b>			
(A) Composition of Board	49 (II)	Yes	--
(B) Independent Directors	49 (IIA)	Yes	--
(C) Non-executive Directors' compensation & disclosures	49 (IIB)	Yes	--
(D) Other provisions as to Board and Committees	49 (IIC)	Yes	*
(E) Code of Conduct	49 (IID)	Yes	--
(F) Whistle Blower Policy	49 (IIE)	Yes	--
<b>III. Audit Committee</b>			
(A) Qualified & Independent Audit Committee	49 (IIF)	Yes	--
(B) Meeting of Audit Committee	49 (III)	Yes	--
(C) Powers of Audit Committee	49 (IIIA)	Yes	--
(D) Role of Audit Committee	49 (IIIB)	Yes	--
(E) Review of Information by Audit Committee	49 (IIIC)	Yes	--
<b>IV. Nomination and Remuneration Committee</b>			
	49 (IIID)	Yes	--
<b>V. Subsidiary Companies</b>			
	49 (IIIE)	Yes	--
<b>VI. Risk Management</b>			
	49 (IV)	Yes	--
<b>VII. Related Party Transactions</b>			
	49 (V)	N.A.	--
<b>VIII. Disclosures</b>			
(A) Related party transactions	49 (VI)	Yes	--
(B) Disclosure of Accounting Treatment	49 (VII)	Yes	--
(C) Remuneration of Directors	49 (VIII)	Yes	--
(D) Management	49 (VIII A)	Yes	\$
(E) Shareholders	49 (VIII B)	Yes	*
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII C)	Yes	*
	49 (VIII D)	Yes	*
	49 (VIII E)	Yes	*
	49 (VIII F)	N.A.	--
<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	*

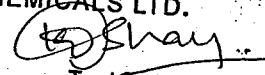
Remarks:

\* Relevant information/disclosures will be made in the Annual Report for the Financial Year 2014-15.

 \$ No material transaction as per Clause 49 of the Listing Agreement has been transacted during the quarter ended 30<sup>th</sup> June, 2015

# Relevant Certification will be placed in the forthcoming Board Meeting to be held at the time of adoption of Annual Accounts for the Financial Year 2014-2015.

 For dishman PHARMACEUTICALS  
 AND CHEMICALS LTD.

  
**Tushar D. Shah**  
 Company Secretary

**Dishman Pharmaceuticals and Chemicals Limited**

Registered Office: Bhadr-Raj Chambers, Swastik Cross Roads, Navrangpura, Ahmedabad – 380 009 India

Tel: +91 (0) 79 26443053 / 26445807 Fax: +91 (0) 79 26420198

Email: dishman@dishmangroup.com Web: www.dishmangroup.com

Government Recognised Export House

CIN NO L24230GJ1983PLC006329

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
 Ref.: Script Code: 532526

 Name of the Company: **DISHMAN PHARMACEUTICALS AND CHEMICALS LTD.**  
 Quarter ending on: **30<sup>th</sup> June, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
<b>II. Board of Directors</b>			
(A) Composition of Board	49 (II)	Yes	--
(B) Independent Directors	49 (IIA)	Yes	--
(C) Non-executive Directors' compensation & disclosures	49 (IIB)	Yes	--
(D) Other provisions as to Board and Committees	49 (IIC)	Yes	*
(E) Code of Conduct	49 (IID)	Yes	--
(F) Whistle Blower Policy	49 (IIE)	Yes	--
<b>III. Audit Committee</b>			
(A) Qualified & Independent Audit Committee	49 (IIF)	Yes	--
(B) Meeting of Audit Committee	49 (III)	Yes	--
(C) Powers of Audit Committee	49 (IIIA)	Yes	--
(D) Role of Audit Committee	49 (IIB)	Yes	--
(E) Review of Information by Audit Committee	49 (IIC)	Yes	--
<b>IV. Nomination and Remuneration Committee</b>			
<b>V. Subsidiary Companies</b>	49 (IIID)	Yes	--
<b>VI. Risk Management</b>	49 (IIIE)	Yes	--
<b>VII. Related Party Transactions</b>	49 (IV)	Yes	--
<b>VIII. Disclosures</b>	49 (V)	N.A.	--
(A) Related party transactions	49 (VI)	Yes	--
(B) Disclosure of Accounting Treatment	49 (VII)	Yes	--
(C) Remuneration of Directors	49 (VIII)	Yes	--
(D) Management	49 (VIII A)	Yes	§
(E) Shareholders	49 (VIII B)	Yes	*
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII C)	Yes	*
<b>IX. CEO/CFO Certification</b>	49 (VIII D)	Yes	*
<b>X. Report on Corporate Governance</b>	49 (VIII E)	Yes	*
<b>XI. Compliance</b>	49 (VIII F)	N.A.	--
	49 (IX)	Yes	#
	49 (X)	Yes	*
	49 (XI)	Yes	*

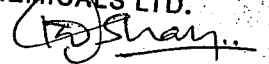
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