



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Ref.: (i) Symbol – DISHMAN (ii) Series – EQ

Name of the Company: **DISHMAN PHARMACEUTICALS AND CHEMICALS LTD.**

Quarter ending on: 30th September, 2011

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
I. Board of Directors	49 I	Yes	--
(A) Composition of Board	49 (IA)	Yes	--
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	*
(C) Other provisions as to Board and Committees	49 (IC)	Yes	--
(D) Code of Conduct	49 (ID)	Yes	--
II. Audit Committee	49 (II)	Yes	--
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	--
(B) Meeting of Audit Committee	49 (IIB)	Yes	--
(C) Powers of Audit Committee	49 (IIC)	Yes	--
(D) Role of Audit Committee	49 (IID)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49 (III)	N.A.	--
IV. Disclosures	49 (IV)	Yes	--
(A) Basis of related party transactions	49 (IV A)	Yes	--
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	--
(C) Board Disclosures	49 (IV C)	Yes	--
(D) Proceeds from Public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	--
(E) Remuneration of Directors	49 (IV E)	Yes	*
(F) Management	49 (IV F)	Yes	*
(G) Shareholders	49(IV G)	Yes	*
V. CEO/CFO Certification	49 (V)	Yes	#
VI. Report on Corporate Governance	49 (VI)	Yes	*
VII. Compliance	49 (VII)	Yes	*

Remarks:

* Relevant information/disclosures has been made in the Annual Report for the financial year 2010-11.

Will be complied at the Board Meeting held in the financial year 2011-2012 for adoption of annual accounts.

Dishman Pharmaceuticals and Chemicals Limited

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