



12th January, 2016

To, The Manager, Listing Department, National Stock Exchange of India Ltd. "Exchange Plaza", C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.	To, Department of Corporate Services Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.
Ref. : (i) Symbol – DISHMAN (ii) Series – EQ	Ref. : Scrip Code No. : 532526

**Sub: Enforcement of Corporate Governance - Quarterly Compliance
Report on Corporate Governance for the quarter ended 31.12.2015**

Dear Sir,

As per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are submitting herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2015 in the prescribed format, which is enclosed herewith.

Kindly take this on your record.

Thanking you.

Yours faithfully,

For Dishman Pharmaceuticals and Chemicals Limited

Tushar D. Shah
Company Secretary

Dishman Pharmaceuticals and Chemicals Limited

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Government Recognised Export House

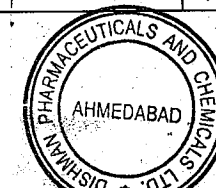
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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Ref.: (i) NSE: DISHMAN-EQ (ii) BSE-532526

1. Name of the Company: DISHMAN PHARMACEUTICALS AND CHEMICALS LTD.
2. Quarter ending: 31st December, 2015

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN^s & DIN	Category (Chairperson /Executive /Non-Executive /Independent /Nominee)^s	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Janmejy R. Vyas	AAGPV5002P & 00004730	Chairman & Executive	01/03/2015	-	1	2	-
Mr.	Arpit J. Vyas	ADSPV7509A & 01540057	Executive	01/06/2014	-	1	-	-
Mrs.	Deohooti J. Vyas	AAJPV5327Q & 00004876	Executive	03/09/2011	-	1	-	-
Mr.	Mark C. Griffiths	AVEPG0006D & 06981744	Non-Executive & Non-Independent	01/09/2014	-	1	-	-
Mr.	Sanjay S. Majmudar	AAPPM5037Q & 00091305	Non-Executive & Independent	01/04/2014	5 Years	4	2	4
Mr.	Ashok C. Gandhi	ABCPG5178J & 00022507	Non-Executive & Independent	01/04/2014	5 Years	6	9	1
Mr.	Subir Kumar Das	AALPD4981C & 02237356	Non-Executive & Independent	15/12/2014	5 Years	1	1	-
Mr.	Rajendra S. Shah	AEOPS0341G & 00061922	Non-Executive & Independent	02/04/2015	5 Years	4	2	3



\$PAN number of any director would not be displayed on the website of Stock Exchange
 &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
 *to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson /Executive /Non-Executive /Independent/Nominee) [§]
1. Audit Committee	1. Mr. Sanjay S. Majmudar	Non-Executive & Independent
	2. Mr. Ashok C. Gandhi	Non-Executive & Independent
	3. Mr. Subir Kumar Das	Non-Executive & Independent
2. Nomination & Remuneration Committee	1. Mr. Sanjay S. Majmudar	Non-Executive & Independent
	2. Mr. Ashok C. Gandhi	Non-Executive & Independent
	3. Mr. Subir Kumar Das	Non-Executive & Independent
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders Relationship Committee'	1. Mr. Sanjay S. Majmudar	Non-Executive & Independent
	2. Mr. Janmejy R. Vyas	Executive
	3. Mr. Ashok C. Gandhi	Non-Executive & Independent

§Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

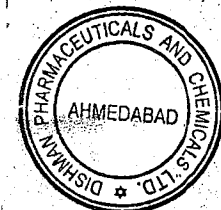
III. Meeting of Board of Directors


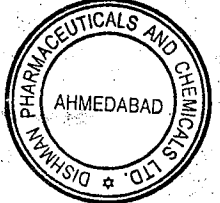
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
17/07/2015, 22/08/2015, 31/08/2015	29/10/2015	60 days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee : 29/10/2015	Yes. All Members were present.	17/07/2015, 22/08/2015, 31/08/2015	60 days
Stakeholders Relationship Committee : 29/10/2015	Yes. All Members were present.	31/08/2015	60 days
Nomination and Remuneration Committee : -	-	-	-
Corporate Social Responsibility Committee : -	-	-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here. -</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -</p>	
<div style="display: flex; align-items: flex-start;"> <div style="margin-right: 20px;">  <p>Tushar D. Shah Company Secretary</p> </div> <div style="text-align: center;">  </div> </div>	