

7th October, 2015

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 - Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended 30/09/2015

Dear Sir,

As per the provisions of Clause 49 of the Listing Agreement entered with the Stock Exchanges, we are submitting herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th September, 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

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

Name of the Company: **DISHMAN PHARMACEUTICALS AND CHEMICALS LTD.**
Quarter ending on: **30th September, 2015**

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


Remarks:

* Relevant information/disclosures has 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 30th September, 2015.

Relevant Certification had been placed in the Board Meeting held on 22nd August, 2015.

@ Consequent to resignation of Statutory Auditors, Extra Ordinary General Meeting was called for and due to which corresponding time limit of 45 days/60 days not matched during the last quarters and the same are being complied as on date.



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