

Quarterly Compliance Report on Corporate Governance

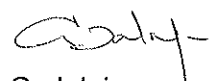
Name of the Company: E.I.D. - Parry (India) Limited
 Quarter Ended : 30.06.2015

| Particulars | Clause of Listing agreement | Compliance status Yes/No | Remarks |
|--------------------------------------------------------|-----------------------------|--------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| II. Board of Directors | 49 (II) | | - |
| (A) Composition of Board | 49 (IIA) | Yes | |
| (B) Independent Directors | 49 (IIB) | Yes | <p>The company had disclosed the criteria for performance evaluation in the Annual Report 2014/15.</p> <p>In respect of performance evaluation for 2015/16, it will be done at the end of the year.</p> <p>A separate meeting of Independent Directors will be held during the year 2015-16 also.</p> <p>Details of familiarisation programme is disclosed on the company's website and a web link thereto is given in the Corporate Governance Report forming part of the Annual Report 2014/15.</p> |
| (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 | <p>Code of conduct is posted on the web site of the Company.</p> <p>All Board members and senior management personnel have affirmed compliance with the code of conduct and the declaration to this effect signed by the Managing Director is contained in the Annual Report 2014/15.</p> |
| (F) Whistle Blower Policy | 49 (IIF) | Yes | - |
| III. Audit Committee | 49 (III) | | - |
| (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 | Remuneration policy and the evaluation criteria are disclosed in the Annual Report 2014/15. |

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| V. Subsidiary Companies | 49 (V) | Yes | Policy on material subsidiaries is disclosed on the company's website and a web link is provided in the Corporate Governance Report forming part of the Annual Report 2014/15. |
| VI. Risk Management | 49 (VI) | Yes | - |
| VII. Related Party Transactions | 49 (VII) | Yes | - |
| VIII. Disclosures | 49 (VIII) | | - |
| (A) Related party transactions | 49 (VIII A) | Yes | Policy on dealing with related party transactions is disclosed in the Company's website and a web link thereto is provided in the Corporate Governance Report forming part of the Annual Report 2014/15. |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | NA | - |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | - |
| (D) Management | 49 (VIII D) | Yes | Management Discussion and Analysis Report forms part of the Annual Report 2014/ 15. Code of conduct for the directors and senior management personnel is placed in the website of the Company. |
| (E) Shareholders | 49 (VIII E) | Yes | Information on the director who retires by rotation at the ensuing annual general meeting is disclosed in the notice convening the 40 th annual general meeting forming part of the Annual Report 2014-15. |
| (F) Proceeds from public issues, rights issue, preferential issues etc | 49 (VIII F) | NA | - |
| IX.CEO/CFO Certification | 49 (IX) | Yes | Certificate was placed before the Board Meeting convened for the approval of Audited Financial Statements for the financial year ended 31 st March, 2015. |
| X.Report on Corporate Governance | 49 (X) | Yes | A separate section on Corporate Governance forms part of the Annual Report 2014-15. |
| XI. Compliance | 49 (XI) | Yes | A Certificate from Statutory Auditors regarding compliance of conditions of corporate governance forms part of the Corporate Governance Report forming part of the Annual Report 2014/15 which is also sent to stock exchanges where the company's equity shares are listed. |

For E.I.D. - Parry (India) Limited



G. Jalaja
Company Secretary
Date: 14.07.2015