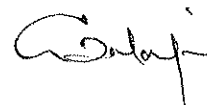


## Quarterly Compliance Report on Corporate Governance

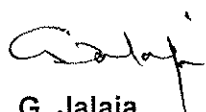
**Name of the Company: E.I.D. - Parry (India) Limited**  
**Quarter Ended : 31.12.2014**

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>Performance evaluation of Independent Directors will be done during March/ April, 2015.</p> <p>Criteria for performance evaluation will be disclosed in the Annual Report 2014-15.</p> <p>A separate meeting of Independent Directors was held.</p> <p>Necessary disclosures on performance evaluation and familiarisation programme for Independent Directors will be made in 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>Affirmation regarding compliance of the code of conduct for the year 2014-15 from the relevant persons will be obtained in April, 2015.</p> <p>A declaration affirming compliance will be included 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	Items specified in Clause 49 IV B proposed to be taken up in the next quarter.  Disclosure requirements stipulated will be complied in Annual Report 2014-15.
V. Subsidiary Companies	49 (V)	Yes	-
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	-
(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 will form part of the Directors 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 about the director at the time of appointment or re appointment will be disclosed in 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 will be placed before the Board Meeting convened for the approval of Audited Financial Statements for the financial year 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	A separate section on Corporate Governance will be made in the Annual Report 2014-15. Submission of Quarterly Compliance report is being complied.
XI. Compliance	49 (XI)	Yes	Will be complied in the Annual Report 2014-15.

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



G. Jalaja  
Company Secretary

Date: 14.01.2015