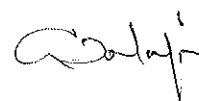


## Quarterly Compliance Report on Corporate Governance


Name of the Company: E.I.D.- Parry (India) Limited  
 Quarter Ended : 31.03.2015

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>Evaluation criteria for performance evaluation of independent directors was laid down during March, 2015.</p> <p>Performance evaluation of independent directors, non independent directors, Chairperson of the Company and the Board as a whole was done during March, 2015.</p> <p>Criteria for performance evaluation for independent directors will be disclosed in the Annual Report 2014-15.</p> <p>A separate meeting of Independent Directors was held.</p> <p>Process followed by the Company regarding the familiarisation programme for the Directors will be disclosed and the weblink will be provided in the Annual Report.</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	<p>Policy on remuneration for Directors, Key managerial personnel and other employees &amp; on Board Diversity was laid down during March, 2015.</p> <p>Criteria for evaluation of Independent Directors and the Board was laid down during March, 2015.</p> <p>Disclosure on the remuneration policy and the evaluation criteria will be made in Annual Report 2014-2015.</p>
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	<p>Management Discussion and Analysis Report will form part of the Directors Report 2014-15.</p> <p>Code of conduct for the directors and senior management personnel is placed in the website of the Company.</p>
(E) Shareholders	49 (VIII E)	Yes	Information on the directors 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	<p>A separate section on Corporate Governance will be made in the Annual Report 2014-15.</p> <p>Submission of Quarterly Compliance report is being complied.</p>
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: 09.04.2015