



Natco Pharma Limited

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CIN : L24230TG1981PLC003201, www.natcopharma.co.in

Annexure - XI to the Listing Agreement

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: NATCO Pharma Limited

Quarter ending on: 31st March, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	--
(B) Independent Directors	49 (IIB)	YES	--
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	The Company has not paid any compensation to non-executive directors except sitting fees for Board/ Committee Meetings
(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)		--
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	Chairman of the Audit Committee is an Independent Director
(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)	YES	--
VI. Risk Management	49 (VI)	YES	--
VII. Related Party Transactions	49 (VII)	YES	--
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	YES	Will be complied with in the annual report for the year 2014-15
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	Will be complied with in the annual report for the year 2014-15
(C) Remuneration of Directors	49 (VIII C)	YES	Will be complied with in the annual report for the year 2014-15
(D) Management	49 (VIII D)	YES	Will be complied with in the annual report for the year 2014-15
(E) Shareholders	49 (VIII E)	YES	Will be complied with in the annual report for the year 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	The Company has made Preferential issue for consideration other than cash
IX. CEO/CFO Certification	49 (IX)	YES	Will be complied with in the annual report for the year 2014-15
X. Report on Corporate Governance	49 (X)	YES	Will be complied with in the annual report for the year 2014-15
XI. Compliance	49 (XI)	YES	Will be complied with in the annual report for the year 2014-15

For NATCO Pharma Limited

M Adinarayana

M Adinarayana

Company Secretary &

Vice President (Legal & Corp Affairs)