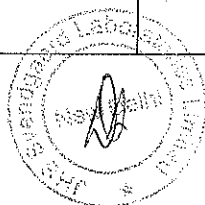


Quarterly Compliance Report on Corporate Governance

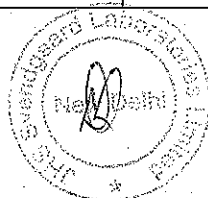
Name of the Company: **JHS SENDGAARD LABORATORIES LIMITED**

Quarter ending on: **31ST MARCH, 2015**

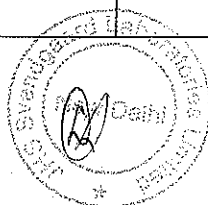
Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	Total Strength of the Board is - 8 No. of Independent Director is - 3 No. of Non Independent Director - 5 Notes: 1. Mr. Daljit Singh Grewal has resigned from the Board of Directors w.e.f - 14.02.2015 2. Mr. Vishal Sarad Shah has been appointed as an additional directors of the Company w.e.f - 14.02.2015. 3. Mr. Vanamali Polavaram has been appointed as the Non-Executive Chairman of the Company w.e.f - 14.02.2015. 4. Mr. Pradeep Kumar Mishra has been appointed as Independent Director of the Company w.e.f - 25.03.2015.
(B) Independent Directors	49 (IIB)	YES	Total No. of Independent Directors is - 3
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	<ul style="list-style-type: none"> ➤ Apart from receiving sitting fees Independent directors do not any have any material pecuniary relationships or transactions with the Company, subsidiaries, or associated companies. ➤ No commission has been paid during the quarter ended 31st March, 2015. <p>No Stock Options has been granted to any of the directors during the quarters ended 31.03.2015.</p>



(D) Other provisions as to Board and Committees	49 (IID)	YES	Board meets at least four times a year and the maximum gap is four months between any two meetings. The Board reviews the information as laid down under this sub clause. The Directors have made disclosures that they are not member in more than 10 committees or chairman of more than 5 committees across all the companies in which they are directors.
(E) Code of Conduct	49 (IIE)	YES	The Board of Directors have laid down and approved the Code of Conduct applicable to Board and Senior Management Team. The code has been posted on the website of the Company.
(F) Whistle Blower Policy	49 (IIF)	YES	Whistle Blower Policy is in place.
III. Audit Committee	49 (III)	YES	Our Committee Consists of 3 directors as member of Audit Committee and Two-Third members are Independent Directors.
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	All Members of the Audit Committee are financially literate.
(B) Meeting of Audit Committee	49 (IIIB)	YES	During the quarter ended 31 st March, 2015, the meeting of Audit Committee was held on 29 th January, 2015, which was adjourned and held on 5 th February, 2015 and 14 th February, 2015.
(C) Powers of Audit Committee	49 (IIIC)	YES	The Committee has adequate powers to investigate, seek information, obtain outside legal or professional advice and secure attendance of outsiders with relevant expertise.
(D) Role of Audit Committee	49 (IIID)	YES	In line with the stipulation mentioned.
(E) Review of Information by Audit Committee	49 (IIIE)	YES	Audit Committee reviews all the information as per guidelines.

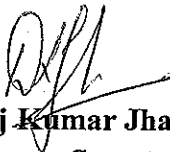


IV. Nomination and Remuneration Committee	49 (IV)	YES	Total Strength of the Committee is 3 out of which 2 are independent directors.
V. Subsidiary Companies	49 (V)	YES	The Company has 3 (Three) Unlisted Subsidiaries. All provisions have been complied.
VI. Risk Management	49 (VI)	YES	-
VII. Related Party Transactions	49 (VII)	YES	-
VIII. Disclosures	49 (VIII)	YES	-
(A) Related party transactions	49 (VIII A)	YES	Summarized Statement (if any) pertaining to related party transactions are submitted on a quarterly basis to the audit committee. Summarized Statement (if any) pertaining to related party transactions are submitted on a quarterly basis to the audit committee.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Applicable Accounting Standards are being complied with on a continual basis and due disclosure is made in annual report.
(C) Remuneration of Directors	49 (VIII C)	YES	Apart from sitting fees, none of the directors are receiving any remuneration.
(D) Management	49 (VIII D)	YES	Management Discussion and Analysis Report is a part of Directors' Report, which is published in the Annual Report.
(E) Shareholders	49 (VIII E)	YES	All Necessary Informations are uploaded on the company's website as required.
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	NO	No such proceeds are generated during the quarter ended 31 st March, 2015.



IX. CEO/CFO Certification	49 (IX)	YES	Details of certifications will be disclosed in the Annual Report for the financial year 2014-15.
X. Report on Corporate Governance	49 (X)	YES	Report on Corporate Governance will be disclosed in the Annual Report for the financial year 2014-15.
XI. Compliance	49 (XI)	YES	Report on Compliances will be disclosed in the Annual Report for the financial year 2014-15.

For JHS Svendgaard Laboratories Limited



Dhiraj Kumar Jha
(Company Secretary & Compliance Officer)
M. No. A29838



Place: New Delhi

Date: 14th April, 2015