| <u>Qu</u> | arterly Compliance R                                                   | е                          | oort on Corporate Gover  | nance                 |            |         |
|-----------|------------------------------------------------------------------------|----------------------------|--------------------------|-----------------------|------------|---------|
| Nan       | ne of the Company                                                      |                            | Dhanuka Agritech Limited |                       |            |         |
| - tu      |                                                                        |                            | Dianaka Agricon Liintou  |                       |            |         |
| Qua       | rter Ending on                                                         | :                          | 31st December, 2012      |                       |            | -1      |
|           |                                                                        |                            |                          |                       |            |         |
| Par       | ticulars                                                               |                            |                          | Clause of the Listing | Compliance | Remarks |
|           |                                                                        |                            |                          | Agreement             | Status     |         |
| I.        | Board of Directors                                                     |                            |                          | 49                    |            |         |
|           |                                                                        |                            |                          |                       |            |         |
|           | A. Composition of Board                                                |                            | 49(IA)                   | Yes                   |            |         |
|           |                                                                        |                            | 40(10)                   | V                     |            |         |
|           | B. Non-Executive Directors' Compensation & Disclosures                 |                            |                          | 49(IB)                | Yes        |         |
|           | C. Other Provisions as to Board and Committees                         |                            | 49(IC)                   | Yes                   |            |         |
|           | D. Code of Conduct                                                     |                            | 49(ID)                   | Yes                   | 1          |         |
|           |                                                                        |                            |                          | , ,                   |            |         |
| II.<br>   | Audit Committee                                                        |                            |                          | 49 II                 |            |         |
|           | A. Qualified & Independer                                              | nt                         | Audit Committee          | 49(IIA)               | Yes        | 1       |
|           | B. Meeting of Audit Committee                                          |                            |                          | 49(IIB)               | Yes        |         |
|           | C. Powers of Audit Committee                                           |                            |                          | 49(IIC)               | Yes        |         |
|           |                                                                        | D. Role of Audit Committee |                          |                       | Yes        |         |
|           | E. Review of information by Audit (                                    |                            | Audit Committee          | 49(IIE)               | Yes        |         |
| III.      | Subsidiary Companies                                                   |                            |                          | 49 (III)              | Yes        |         |
| IV.       | Disclosures                                                            |                            |                          | 49(IV)                |            |         |
|           | A. Basis of Related Party                                              | Tr                         | ansactions               | 49(IVA)               | Yes        |         |
|           | B. Disclosures of Accounting Treatment                                 |                            |                          | 49(IVB)               | Yes        |         |
|           | C.Board Disclosures                                                    |                            |                          | 49(IVC)               | Yes        |         |
|           | D.Proceeds from public issues, rights issues, preferential issues etc. |                            |                          | 49(IVD)               | N.A        |         |
|           | E. Remuneration of Directors                                           |                            |                          | 49(IVE)               | Yes        |         |
|           | F. Management                                                          |                            |                          | 49(IVF)               | Yes        |         |
|           | G. Shareholders                                                        |                            | 49(IVG)                  | Yes                   |            |         |
| ٧         | CEO/CFO Certification                                                  |                            |                          | 49 (VIII)             | Yes        |         |
| VI        | Report on Corporate Go                                                 | t on Corporate Governance  |                          |                       | Yes        |         |
| VII       | Compliance                                                             |                            |                          | 49(X)                 | Yes        |         |
| For       | Dhanuka Agritech Limited                                               |                            |                          |                       |            |         |
|           | bha Singh                                                              |                            |                          |                       |            |         |
| Con       | npany Secretary                                                        |                            |                          |                       |            |         |