

| Quarterly Compliance Report on Corporate Governance | | | | |
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| Name of the Company | | : Dhanuka Agritech Limited | | |
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| Quarter Ending on | | : 31st December, 2011 | | |
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| Particulars | | | Clause of the Listing Agreement | Compliance Status |
| | | | | Remarks |
| | | | | |
| I. | Board of Directors | | 49 I | |
| | A. Composition of Board | | 49(IA) | Yes |
| | B. Non-Executive Directors' compensation & disclosures | | 49(IB) | Yes |
| | C. Independent Director | | 49(IC) | Yes |
| | D. Code of Conduct | | 49(ID) | Yes |
| | | | | |
| II. | Audit Committee | | 49 II | |
| | A. Qualified & Independent Audit Committee | | 49(IIA) | Yes |
| | B. Meeting of Audit Committee | | 49(IIB) | Yes |
| | C. Powers of Audit Committee | | 49(IIC) | Yes |
| | D. Role of Audit Committee | | 49(IID) | Yes |
| | E. Review of information by Audit Committee | | 49(IIE) | Yes |
| | | | | |
| III. | Subsidiary Companies | | 49 (III) | Yes |
| | | | | |
| IV. | Disclosures | | 49(IV) | |
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| | | | | |
| | A. Basis of Related Party Transactions | | 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 |
| | | | | |
| V | CEO/CFO Certification | | 49 (VIII) | Yes |
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| VI | Report on Corporate Governance | | 49(IX) | Yes |
| | | | | |
| VII | Compliance | | 49(X) | Yes |
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| For Dhanuka Agritech Limited | | | | |
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| | | | | |
| Shubha Singh | | | | |
| Company Secretary | | | | |