

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : PUNJAB CHEMICALS AND CROP PROTECTION LIMITED

Quarter ending on : 31ST DECEMBER, 2011

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I	Yes	
(A) Composition of Board	49 (I A)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (I B)	Yes	
(C) Other provisions as to Board and Committees	49 (I C)	Yes	
D) Code of Conduct	49 (I D)	Yes	CEO declaration regarding Code of Conduct shall form part of the Annual Report for the Financial year 2011-12.
II. Audit Committee	49 (II)	Yes	
(A) Qualified & Independent Audit Committee	49 (II A)	Yes	
(B) Meeting of Audit Committee	49 (II B)	Yes	
(C) Powers of Audit Committee	49 (II C)	Yes	
(D) Role of Audit Committee	49 (II D)	Yes	
(E) Review of Information by Audit Committee	49 (II E)	Yes	
III. Subsidiary Companies	49 (III)	Yes	There is no material non-listed Indian subsidiary of the Company.
IV. Disclosures	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)		Will be complied with at the time of finalization of Annual Report for the Financial year 2011-12.

(F) Management	49 (IV F)		Will be complied with at the time of finalization of Annual Report for the Financial year 2011-12.
(G) Shareholders	49 (IV G)		Disclosures regarding appointment/reappointment will be complied with at the time of ensuing Annual General Meeting.
V.CEO/CFO Certification	49 (V)		Will be complied with at the time of finalization of Annual Report for the Financial year 2011-12.
VI. Report on Corporate Governance	49 (VI)	Yes	Report on Corporate Governance will be prepared at the time of finalization of Annual Report for the Financial year 2011-12.
VII. Compliance	49 (VII)		Will be complied with at the time of finalization of Annual Report for the Financial year 2011-12.