



PUNJAB CHEMICALS AND CROP PROTECTION LTD.

CIN NO. L24231CH1975PLC003603

Regd. Office : SCO 183, First Floor, Sector 26, Madhya Marg, Chandigarh-160019, INDIA.
Tele: 0172-5008300/5008301, Fax: 0172-2790160, Email: info@punjabchemicals.com, Website: www.punjabchemicals.com

Ref: PCCPL/SE/
Date: 09.01.2015

BY COURIER

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, New trading wing, P.J Towers
Dalal Street Fort
MUMBAI-400 001
Scrip Code: 506618
Tel No.: 022-22728073

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Sub: Corporate Governance- Quarterly Compliance Report (Clause 49).

Dear Sirs


Pursuant to the requirements of sub clause X (ii) of Clause 49 of the Listing Agreement, we are pleased to enclose herewith "Quarterly Compliance Report on Corporate Governance" for the quarter ended on 31st December, 2014.

Kindly take the above on record.

Thanking you,

Yours faithfully

For PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED


(CS PUNIT K ABROL)
SR. V.P. (FINANCE) & SECRETARY

Encl: A/a.



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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : PUNJAB CHEMICALS AND CROP PROTECTION LIMITED
Quarter ending on : 31ST DECEMBER, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No/ N.A	Remarks
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49 (II A)	Yes	
(B) Independent Directors	49 (II B)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
(D) Other provisions as to Board and Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	A declaration signed by the CEO to the effect that all Board Members and Senior Management personnel have affirmed compliance with the Code has been published in the Annual Report for the Financial Year (FY) 2013-14. Compliance for the FY 2014-15 will be complied in the next Annual Report.
(F) Whistle Blower Policy	49 (II F)	Yes	
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	Yes	There is no material non-listed Indian Subsidiary of the Company.
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	There are no material transactions.
VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	





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(C) Remuneration of Directors	49 (VIII C)	Yes	Details for the FY 2013-14 were published in the Annual Report of 2013-14. The details for the FY 2014-15 will be disclosed in the next Annual Report.
(D) Management	49 (VIII D)	Yes	Management Discussion & Analysis Report for the FY 2013-14 was published in the Annual Report of 2013-14. The Report pertaining to FY 2014-15 will form a part of the next Annual Report.
(E) Shareholders	49 (VIII E)	Yes	Details for the FY 2013-14 were published in the Annual Report of 2013-14. The details for the FY 2014-15, will be disclosed in the next Annual Report.
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A	
IX. CEO/CFO Certification	49 (IX)	Yes	Certificate for the FY 2013-14 was published in the Annual Report of FY 2013-14. The Certificate for the FY 2014-15, will form part of the next Annual Report.
X. Report on Corporate Governance	49 (X)	Yes	Detailed compliance report for the FY 2013-14 was published in the Annual Report of 2013-14. The details for the FY 2014-15 will be disclosed in the next Annual Report.
XI. Compliance	49 (XGI)	Yes	Certificate for the FY 2013-14 was published in the Annual Report of FY 2013-14. The Certificate for the FY 2014-15, will form part of the next Annual Report.

