



# MESCO PHARMACEUTICALS LIMITED

Corporate Identity No. L24111UR1986PLC015895

Corp Off: Mesco Tower, H-1, Zamrudpur Community Centre, Kailash Colony, New Delhi- 110 048

Tel: 011 29241099, 40587083, 40587085, E-mail: mescogroup@rediffmail.com

**14<sup>th</sup> April, 2015**

**BSE Ltd**

Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001, Maharashtra

**Sub: Submission of Quarterly Corporate Governance Report under Clause 49 as on 31<sup>st</sup> March, 2015**

**Dear Sirs**

In terms of the provisions of Clause 49 of the Listing Agreement, we are pleased to submit herewith the Quarterly Corporate Governance Report under Clause 49 as on 31<sup>st</sup> March, 2015.

We hope you will find the above in order.

Yours Sincerely

**For Mesco Pharmaceuticals Ltd**  
Mesco Pharmaceuticals Ltd.

  
**N.S. Parameswaran** Director  
**Additional Director**

Encl.: a/a

**Annexure -XI to the Listing Agreement Format of Quarterly Compliance Report on Corporate Governance**

**Name of the Company: Mesco Pharmaceuticals Ltd**

**Quarter ending on: 31<sup>st</sup> March, 2015**

<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No/N.A</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	No	Company is in the process of appointing Independent Directors
(B) Independent Directors	49 (IIB)	No	Company is in the process of appointing Independent Directors
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	No remuneration being paid to any non-executive director
(D) Other provisions as to Board and Committees	49 (IID)	No	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	-
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	No	Company is in the process of appointing Independent Directors
(B) Meeting of Audit Committee	49 (IIIB)	No	Company is in the process of appointing Independent Directors
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	-
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	No	Company is in the process of appointing Independent Directors
<b>V. Subsidiary Companies</b>	49 (V)	NA	No subsidiary Company
<b>VI. Risk Management</b>	49 (VI)	NA	-
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	-
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	NA	-
(D) Management	49 (VIII D)	Yes	will be complied in the next Annual Report
(E) Shareholders	49 (VIII E)	Yes	will be complied in the next Annual Report
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA	-
IX. CEO/CFO Certification	49 (IX)	Yes	will be complied in the next Annual Report
X. Report on Corporate Governance	49 (X)	Yes	will be complied in the next Annual Report
XI. Compliance	49 (XI)	Yes	will be complied in the next Annual Report

*[Signature]*  
For Mesco Pharmaceuticals Ltd.

Director