

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : STERLING BIOTECH LIMITED

QUARTER ENDING ON : 30TH SEPTEMBER, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
II. Board of Directors	49(II)		
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49(II B)	YES	
(C) Non-executive Directors' Compensation & Disclosures	49(II C)	N.A	No remuneration paid to Non-Executive Directors
(D) Other provisions as to Board and Committees	49(II D)	YES	.
(E) Code of Conduct	49 (II E)	YES	
(F) Whistle Blower Policy	49 (II F)	YES	
III. Audit Committee	49 (III)		
(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	
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	YES	
VIII. Disclosures	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)	YES	
(D) Management	49 (VIII D)	YES	Directors Report for the year ended on 31-12-2014 contains separate section under the heading "Management Discussion & Analysis Report"
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from Public Issues, right issue, preferential issues ect.	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	YES	
X. Report on Corporate Governance	49 (X)	YES	Annual Report for the year ended on 31-12-2014 contain the report.
XI. Compliance	49 (XI)	YES	

For Sterling Biotech Limited

**Chetan Sandesara
Joint Managing Director**