

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : STERLING BIOTECH LIMITED

QUARTER ENDING ON : 31st March, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
I. Board of Directors	49I		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' Compensation & Disclosures	49(IB)	N.A	
(C) Other provisions as to Board and Committees	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)		
(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, right issues, preferential issues ect.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	YES	
(F) Management	49 (IV F)	YES	Directors Report for the year ended on 31 st December, 2013 contains separate section under the heading "Management Discussion & Analysis Report"
(G) Shareholders	49 (IV G)	YES	
V. CEO/CFO Certification	49 (V)	YES	
VI. Report on Corporate Governance	49 (VI)	YES	Annual Report for the year ended on 31 st December, 2013 contain the report.
VII. Compliance	49 (VII)	YES	

For Sterling Biotech Limited

**Chetan Sandesara
Joint Managing Director**