



glenmark

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CERTIFICATE OF COMPLIANCE WITH CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company : Glenmark Pharmaceuticals Limited

As on : January 31, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49 (I)		
(A) Composition of Board	49(IA)	Yes	--
(B) Non-Executive Directors' compensation & disclosures	49(1B)	Yes	--
(C) Other provisions as to Board and Committees	49(1C)	Yes	--
(D) Code of conduct	49(1D)	Yes	This has been complied with. The Annual Report for the year 2012 - 2013 contains a declaration affirming compliance with the Code.
II. Audit Committee	49(II)		
(A) Qualified and Independent Audit committee	49(IIA)	Yes	--
(B) Meeting of the Audit Committee	49 (IIB)	Yes	--
(C) Powers of the 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	This is being complied with to the extent applicable
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	--



Glenmark Pharmaceuticals Ltd.

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Registered office: B/2, Mahalaxmi Chambers, 22 Bhulabhai Desai Road, Mumbai 400 026.

(B) Disclosure of Accounting Treatment	49(IVB)	-	Not Applicable
(C) Board Disclosures	49(IVC)	Yes	--
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	-	Not Applicable
(E) Remuneration of Directors	49(IVE)	Yes	The necessary details for the last year formed part of the Annual Report for 2012 - 2013 and for the current year will form part of the Annual Report for 2013 - 2014.
(F) Management	49(IVF)	Yes	-- do--
(G) Shareholders	49(IVG)	Yes	-- do --
V. CEO/CFO Certification	49(V)	Yes	This has been complied with for the year ended March 31, 2013.
VI. Report on Corporate Governance	49(VI)	Yes	A detailed Report on Corporate Governance for the last year forms a part of the Annual Report 2012 - 2013.
VII. Compliance	49(VII)	Yes	The Annual Certificate of the Practising Company Secretary on compliance of conditions of Corporate Governance for the last year forms part of the Annual Report 2012 - 2013.

Yours Faithfully,

For Glenmark Pharmaceuticals Ltd.

Sanjay Kumar Chowdhary
Company Secretary & Compliance Officer