

12th October, 2015

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

NSE Symbol : PANACEABIO

BSE Ltd.
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

BSE Scrip Code: 531349

Sub.: Compliance Report on Corporate Governance for the quarter ended September 30, 2015

Dear Sir,

Pursuant to Clause 49(X) of the Listing Agreement entered with the stock exchanges, please find enclosed Compliance Report on Corporate Governance for the Quarter ended September 30, 2015.

This is for your kind information and record please.

Thanking you,

Sincerely yours,
For **Panacea Biotec Ltd.**


 Vinod Goel
Company Secretary

Encl. As Above.

B1 Extn. /G3, Mohan Co-op Indl. Estate,
Mathura Road, New Delhi -110044
Email: vinodgoel@panaceabiotec.com
Phone: D.I.D. +91-11-4167 9015
Fax: +91-11-4167 9075

Panacea Biotec Ltd.

CIN: L33117PB1984PLC022350

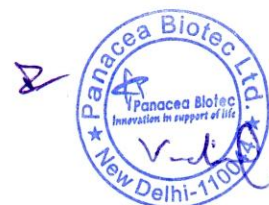
Registered Office: Ambala-Chandigarh Highway, Lalru - 140 501, Punjab, India. Ph.: +91-1762-505900, Fax: +91-1762-505906.
e-mail: corporate@panaceabiotec.com website: www.panaceabiotec.com

Quarterly Compliance Report on Corporate Governance

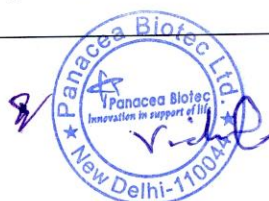
Name of the Company: Panacea Biotech Limited

Quarter ending on: 30th September, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 II(D)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	-
III. Audit Committee	49 (III)		-
(A) Qualified & Independent Audit Committee	49 (IIIA)	No	Due to resignation of Mr. Aditya Narain Saxena, Director & also member of Audit Committee w.e.f. 20.08.2015, the number of members has fallen below three and the Company plans to reconstitute the Committee in the forthcoming Board Meeting.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(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	-
IV. Nomination and Remuneration Committee	49 (IV)	No	Due to resignation of Mr. Aditya Narain Saxena, Director & also member of Nomination & remuneration committee w.e.f. 20.08.2015, the number of members has fallen below three and the Company plans to reconstitute the Committee in the forthcoming Board Meeting



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)	N.A	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	Details of remuneration of Directors forms part of Corporate Governance Report forming part of the Annual report for the financial year 2014-15.
(D) Management	49 (VIII D)	Yes	Management Discussion & Analysis Report forms part of the Annual Report for the financial year 2014-15.
(E) Shareholders	49 (VIII E)	Yes	Information with respect to appointment/ re-appointment of Directors has been disclosed in the Annual Report for the financial year 2014-15. The Company regularly intimates its un-audited & audited financial results to the stock exchanges & also uploads the same on its website.
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	-
IX. CEO/CFO Certification	49 (IX)	Yes	The certificate forms part of the forms part of Corporate Governance Report forming part of the Annual report for the financial year 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Report on Corporate Governance has been published in the Annual Report for the financial year 2014-15.
XI. Compliance	49 (XI)	Yes	Compliance certificate on corporate governance



			forms part of the Corporate Governance Report forming part of the Annual report for the financial year 2014-15.
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Thanking You,

Yours Faithfully,

For Panacea Biotech Limited

Vinod

Vinod Goel

Company Secretary



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