

**Quarterly Compliance Report on Corporate Governance (Clause-49)**Name of the Company : **LINCOLN PHARMACEUTICALS LIMITED**For the quarter ended : **30-09-2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes / No/N.A.	Remarks
<b>Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	YES	--
(B) Independent Directors	49 (IIB)	YES	--
(C) Non-Executive Director's Compensation & Disclosures	49 (IIC)	YES	--
(D) Other provisions as to Board and Committees.	49 (IID)	YES	--
(E) Code of Conduct	49 (IIE)	YES	Complied in the Annual Report 2014-15.
(F) Whistle Blower Policy	49 (IIF)	YES	Mechanism disclosed in the Annual Report 2014-15.
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified and Independent Audit Committee.	49 (IIIA)	YES	--
(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	--
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	YES	--
<b>Subsidiary Companies</b>	49 (V)	YES	--
<b>Risk Management</b>	49 (VI)	YES	--
<b>Related Party Transactions</b>	49 (VII)	YES	--
<b>I. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	Since no material transactions hence details not disclosed.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	--
(C) Remuneration of Directors	49 (VIII C)	YES	Complied in the Annual Report 2014-15.
(D) Management	49 (VIII D)	YES	Complied in the Annual Report 2014-15.
(E) Shareholders	49 (VIII E)	YES	Complied in the Annual Report 2014-15.
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	N.A.	--
<b>IX. CEO / CFO Certification</b>	49 (IX)	YES	Complied in the Annual Report 2014-15.
<b>X. Report on Corporate Governance</b>	49 (X)	YES	Complied in the Annual Report 2014-15.
<b>XI. Compliance</b>	49 (XI)	YES	Complied in the Annual Report 2014-15.

**FOR LINCOLN PHARMACEUTICALS LIMITED****Sd/-****Date: 8<sup>th</sup>October, 2015****Munjal M. Patel**  
(Whole-time Director)