

## Quarterly Compliance Report on Corporate Governance

Name of the Company: **BIOCON LIMITED**

Quarter ending on: **December 31, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/ NA	Remarks
<b>II. Board of Directors</b>	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 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	An Annual disclosure shall be made in the Annual Report of the Company for the financial year ended 2014-15.
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & 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 III(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	NA	
<b>VII. Related Party Transaction</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	No material transactions with related parties was entered during the quarter.
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	The required disclosure shall be made in the Annual Report of the Company for the financial year ended 2014-15.
(C) Remuneration of Directors	49 (VIIIC)	Yes	
(D) Management	49 (VIIID)	Yes	
(E) Shareholders	49 (VIIIE)	Yes	
(F) Proceeds from Public issues, rights issue, preferential issues, etc.	49 (VIIIF)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	An Annual disclosure shall be made in the Annual Report of the Company for the financial year ended 2014-15.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	An Annual disclosure shall be made in the Annual Report of the Company for the financial year ended 2014-15.
<b>XI. Compliance</b>	49 (XI)	Yes	An Annual disclosure shall be made in the Annual Report of the Company for the financial year ended 2014-15.

*NA – Not Applicable*

For Biocon Limited

Sd/-

Kiran Kumar G  
Company Secretary

Date: January 05, 2015  
Place: Bengaluru