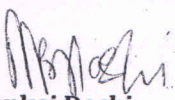


**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of the Company :** Biopac India Corporation Limited  
**Quarter ending on :** 31<sup>st</sup> December, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49I		
A. Composition of Board	49(IA)	Yes	-
B. Non-executive Director's compensation & Disclosures	49(IB)	Yes	-
C. Other Provisions as to Board and Committees	49(IC)	Yes	-
D. Code of Conduct	49(ID)	Yes	However 49(ID)(ii) will be complied in the Annual Report for the year 2014-2015.
II. Audit Committee	49II		
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)	N.A	-
IV. Disclosure	49(IV)		
A. Basis of related party transactions.	49(IV A)	N.A	-
B. Disclosure of Accounting Treatment	49(IV B)	-	Will be complied in the Annual Report for the year 2014-2015
C. Board Disclosures	49(IV C)	Yes	-
D. Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	N.A	-
E. Remuneration of Directors	49(IV E)	-	Will be complied in the Annual Report for the year 2014-2015.
F. Management	49(IV F)	Yes	However 49(IVF) (i) will be complied in the Annual Report for the year 2014-2015
G. Shareholders	49(IV G)	Yes	However 49(IVG) (i) will be complied in the Annual Report for the year 2014-2015
V. CEO/CFO Certification	49(V)	-	Will be complied in the Annual Report for the year 2014-2015
VI. Report on Corporate Governance	49(VI)	Yes	However 49(VI)(i) Will be complied in the Annual Report for the year 2014-2015
VII. Compliance	49(VII)	-	Will be complied in the Annual Report for the year 2014-2015

**For Biopac India Corporation Ltd**

  
**Pankaj Doshi**  
**Managing Director**