



AN ISO 9001 & A WHO GMP CERTIFIED COMPANY



| QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE | | | |
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| Name of the Company: Ortin Laboratories Limited | | | |
| Scrip Code : BSE – 539287 | | | |
| Quarter ended : September, 30 th 2015 | | | |
| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
| II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49 (II A) | Yes | <p>The composition of the Board is as follows:-</p> <p><u>Non-Executive Independent Directors:</u></p> <ol style="list-style-type: none"> 1) Mr. J. R. K. Panduranga Rao 2) Mr. M. Tippayya 3) Mr. K. Pradyumna Teja 4) Mr. T Seshagiri 5) Mr. B. Gopal Reddy <p><u>Non-Executive Director:</u></p> <ol style="list-style-type: none"> 1) Ms. D. Lakshmi Sravani <p><u>Executive Directors:</u></p> <ol style="list-style-type: none"> 1) Mr. S. Murali Krishna Murthy - Managing Director 2) Mr. G. Venkata Ramana - Joint Managing Director 3) Mr. S. Mohan Krishna Murthy – Whole Time Director 4) Mr. S. Balaji Venkateswarlu - Whole Time Director 5) Mr. S. Srinivas Kumar - Whole Time Director 6) Mr. B. Satyanarayana Raju - Whole Time Director cum CFO |
| (B) Independent Directors | 49 (II B) | Yes | <p><u>Independent Directors:</u></p> <ol style="list-style-type: none"> 1) Mr. J. R. K. Panduranga Rao 2) Mr. M. Tippayya 3) Mr. K. Pradyumna Teja 4) Mr. T Seshagiri 5) Mr. B. Gopal Reddy |
| (C) Non-executive Director's compensation & disclosures | 49 (II C) | Yes | The disclosure is made in Annual Report 2014-15. |



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| (D) Other provisions as to Board and Committees | 49 (II D) | Yes | |
| (E) Code of Conduct | 49 (II E) | Yes | The Company has implemented the Code of Conduct & has placed the same on its website: www.ortinlabsindia.com |
| (F) Whistle Blower Policy | 49 (II F) | Yes | The Company has in place the effective whistle Blower policy. |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (III A) | Yes | The Composition of Audit Committee: 1) Mr. K. Pradyumna Teja - Chairman 2) Mr. J.R.K. Pandu Ranga Rao - Member 3) Dr. B. Gopal Reddy - Member |
| (B) Meeting of Audit Committee | 49 (III B) | Yes | |
| (C) Powers of Audit Committee | 49 (III C) | Yes | |
| (D) Role of Audit Committee | 49 (III D) | Yes | |
| (E) Review of Information by Audit | 49 (III E) | Yes | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | The Composition of Nomination and Remuneration Committee: 1) Mr. K. Pradyumna Teja - Chairman 2) Mr. T. Seshagiri - Member 3) Dr. B. Gopal Reddy - Member |
| V. Subsidiary Companies | 49 (V) | Yes | Policy on "material non-listed Indian Subsidiary" in place as defined under Clause 49 of the listing agreement which is uploaded on the website of the Company www.ortinlabsindia.com |
| VI. Risk Management | 49 (VI) | Yes | The Company has framed its own Risk Management policy. |
| VII. Related Party Transactions | 49 (VII) | Yes | Related party transaction policy in place which is uploaded on the website of the Company www.ortinlabsindia.com and Related Party Transaction if any are disclosed in the Annual Report 2014-15 |
| VIII. Disclosures | 49 (VIII) | | |



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| (A) Related Party transactions | 49 (VIII A) | Yes | Related party transaction policy in place which is uploaded on the website of the Company www.ortinlabsindia.com and material transactions if any are disclosed in the Annual Report 2014-15 |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | The disclosure is made in Annual Report 2014-15. |
| (D) Management | 49 (VIII D) | Yes | The disclosure is made in Annual Report 2014-15. |
| (E) Shareholders | 49 (VIII E) | Yes | The Company has a Stakeholders Relationship Committee. |
| (F) Proceeds from public issues, rights issues, preferential issues etc | 49 (VIII I) | No | The Company has not issued any shares under preferential allotment, right issues etc. |
| IX. CEO/CFO Certification | 49 (IX) | Yes | The disclosure is made in Annual Report 2014-15 |
| X. Report on Corporate Governance | 49 (X) | Yes | The disclosure is made in Annual Report 2014-15 |
| XI. Compliance | 49 (IX) | Yes | The disclosure is made in Annual Report 2014-15 |

For Ortin Laboratories Limited

S. Mohan Krishna Murthy
Director
DIN: 00540705

