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CIN No. L73100GJ2006PLC047837  
Website : [www.sunpharma.in](http://www.sunpharma.in)

**SUN PHARMA  
ADVANCED RESEARCH  
COMPANY LTD.**



**October 14, 2015**

National Stock Exchange of India Ltd,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai – 400 051.

BSE Limited.,  
Market Operations Dept.  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sirs,

**Sub: Compliance with Clause 49 of the Listing Agreement.**

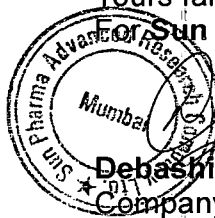
As required by Clause 49 of the Listing Agreement, we are pleased to send herewith the quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> September, 2015 along with Annexure-1 to the Compliance Report.

You are requested to kindly take the same on record..

Thanking you,

Yours faithfully,

**For Sun Pharma Advanced Research Company Ltd**



**Debasnis Dey**  
Company Secretary

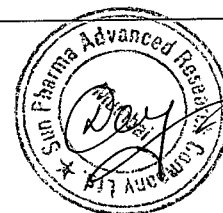
Encl: As above

## Quarterly Compliance Report on Corporate Governance

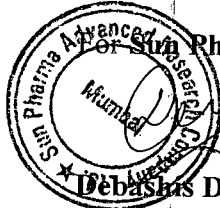
**Name of the Company:** SUN PHARMA ADVANCED RESEARCH COMPANY LTD

**Quarter ending on:** 30<sup>th</sup> 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 (IID)	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)	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	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N.A	N.A.
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	Material transactions with related parties for the quarter are enclosed as per Annexure 1
(B) Disclosure of Accounting Treatment	49 (VIIIB)	N.A	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights	49 (VIII I)	Yes	



Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
issue, preferential issues, etc.			
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	N.A	Not applicable for the quarter.



**Sun Pharma Advanced Research Company Ltd**

**Debashis Dey**  
Company Secretary

Annexure – I

**Particulars of Material Transactions entered into by Sun Pharma Advanced Research Company Ltd with Related Parties for the quarter and half year ended 30<sup>th</sup> September, 2015.**

<b>Sr. No.</b>	<b>Name of the Related Party</b>	<b>Nature of Transactions with such related party which are material</b>
1.	Sun Pharma Global FZE	Licensing of Product Technology / know how
2.	Sun Pharmaceutical Industries Limited	Rendering & receiving of R&D services

Note:

1. All the above transactions were entered into by the Company in its ordinary course of business.
2. The terms and conditions of all transactions with related parties were on arms length basis.

