

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Lords Chemicals Limited

Quarter ending on : 31<sup>st</sup> December, 2012

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
(1)	(2)	(3)	(4)
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49(IA)	Yes	
(B) Non-Executive Directors' compensation & Disclosures	49(IB)	Yes	
(C) Other provision as to Board and Committee	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	
<b>II. Audit Committee</b>	49(II)		
(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	
<b>III. Subsidiary Companies</b>	49(III)	Yes	The Company has no Subsidiary Company.
<b>IV. Disclosures</b>	49(IV)	Yes	
(A) Basis of related party transactions	49(IVA)	Yes	Disclosed in the Annual Report.
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	Disclosed in the Annual Report.
(C) Board Disclosures	49(IVC)	Yes	The Company is in the process of finalizing the procedures for risk assessment and minimization of risk.
(D) Proceeds from Public Issues, Right Issues, Preferential Issues	49(IVD)	Yes	The Company has not come out with any Public and Right Issues in the last 4 years. In terms of Shareholders approval dated 07/02/2011 for Preferential Issue, the Company has allotted 15,60,000 Shares of Rs. 10/- each for cash at a premium of Rs. 50/- per Share aggregating to Rs.9,36,00,000/-. The BSE & CSE have granted listing on 22/03/2011 & 25/04/2011 respectively.
(E) Remuneration of Directors	49(IVE)	Yes	Disclosed in the Annual Report.
(F) Management	49(IVF)	Yes	Has been compiled in the Annual Report.
(G) Shareholders	49(IVG)	Yes	Has been compiled in the Annual Report.
<b>V. CEO/CFO Certification</b>		Yes	Has been compiled in the Annual Report.
<b>VI. Report on Corporate Governance</b>	49(V)	Yes	Has been annexed in the Annual Report.
<b>VII. Compliance</b>	49(VII)	Yes	Has been compiled in the Annual Report.

Place: Kolkata

Date: 14<sup>th</sup> January, 2013

Yours Faithfully,  
For Lords Chemicals Ltd.

(Ajay Kumar Jain)  
Managing Director