



pharmaceuticals ltd.

Registered & Corporate Office :

Plot No. 19-111, Road No. 71,
Opp. Bharatiya Vidya Bhavan Public School,
Jubilee Hills Hyderabad - 500 096, Telangana. INDIA,
Tel : +91-40-6628 8888, Fax : +91-40-2355 1402
CIN : L24239AP1987PLC008066
Email : info@smspharma.com, www.smspharma.com

13th October, 2015

To,
Bombay Stock Exchange Limited,
National Stock Exchange of India Limited,

Dear Sir/Madam,

Reference: BSE: Stock Code: 532815; NSE: SMSPHARMA

Subject: Quarterly Compliance Report on Corporate Governance as on 30th September, 2015 (Clause 49).

We are forwarding herewith the Quarterly Compliance Report for the quarter ended on 30th September, 2015 on Corporate Governance under clause 49 of the listing agreement, for your perusal.

Please take the same on your records.

Thanking you,

Yours faithfully,
For SMS Pharmaceuticals Limited

Saurav Roy
Company Secretary



Encl: a/a/



pharmaceuticals ltd.

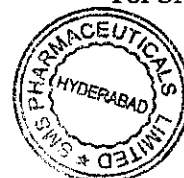
13th October 2015

Name of the Company: SMS Pharmaceuticals Limited
Quarter ending on: 30th September 2015

Registered & Corporate Office :
Plot No. 19-111, Road No. 71,
Opp. Bharatiya Vidya Bhavan Public School,
Jubilee Hills Hyderabad - 500 096.Telangana. INDIA,
Tel : +91-40-6628 8888, Fax : +91-40-2355 1402
CIN : L24239AP1987PLC008066
Email : info@smspharma.com, www.smspharma.com

Particulars	Clause of Listing Agreement	Compliance Status	Remarks
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49(IIA)	Yes	As on 30 September 2015, the Board consists of 9 Directors, comprising 2 Executive Directors (one being the CMD and the other VC & JMD) and 2 Non-Executive & Nominee Directors. Board Consist 5 Non-Executive & Independent Directors (including 1 woman independent Director).
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	Yes	This will be complied in the next Annual Report.
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	Available on the website of the Company.
(F) Whistle Blower Policy	49 (IIF)	Yes	Available on the website of the Company.
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	It consist three Directors all of them are Independent Directors having exposure in financial management.
(B) Meeting of Audit Committee	49(IIIB)	Yes	held on 08.08.2015
(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	Nomination and Remuneration Committee consists of three Directors all of them are Independent Directors.
V. Subsidiary Companies	49(V)	N.A.	
VI. Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	Matters put before the Audit Committee on quarterly basis. Also approval up to prescribed limit was sought from Shareholders on 27 th AGM of the Company.
VIII. Disclosures	49(VIII)	Yes	This will be complied in the next Annual Report.
(A) Related Party Transactions	49(VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	Company is maintaining consistency in following Accounting Standards. This will be complied in the next Annual Report.
(C) Remuneration of Directors	49(VIIIC)	Yes	This will be complied in the next Annual Report.
(D) Management	49(VIIID)	Yes	This will be complied in the next Annual Report.
(E) Shareholders	49(VIIIE)	Yes	This will be complied in the next Annual Report.
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49(VIIIF)	N.A.	The Company did not issued any shares for raising capital.
IX. CEO/CFO Certification	49(IX)	Yes	Complied on quarterly basis in the Board meeting at which Board will adopt Un-audited financial report.
X. Report on Corporate Governance	49(X)	Yes	Complied on quarterly basis.
XI. Compliance	49(XI)	Yes	This will be complied in the next Annual Report.

For SMS Pharmaceuticals Limited



Saurav Roy

Saurav Roy
Company Secretary