

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE  
(BASED ON THE AMENDED CLAUSE 49 OF LISTING AGREEMENT)

Name of the Company : **ISHAN DYES AND CHEMICALS**

Quarter ending on : **31.03.2012**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status (Yes/No)</b>	<b>Remarks</b>
<b>I. <u>Board of Directors</u></b>	49 I	Yes	-
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-executive Directors' compensation & Disclosures	49 (IB)	Yes	-
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
<b>II. <u>Audit Committee</u></b>	49 (II)	Yes	-
(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. <u>Subsidiary Companies</u></b>	49 III	N.A.	-
<b>IV. <u>Disclosures</u></b>	49 (IV)	Yes	-
(A) Basis of related party transactions	49 (IVA)	N.A.	-
(B) Board disclosures	49 (IVC)	Yes	-
(C) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	-
(D) Remuneration of Directors	49 (IVE)	Yes	-
(E) Management	49 (IVF)	YES	Will be complied at AGM
(F) Shareholders	49(IVG)	Yes	-
<b>V. <u>CEO/CFO Certification</u></b>	49 (V)	YES	Will be complied at AGM
<b>VI. <u>Report on Corporate Governance</u></b>	49 (VI)	Yes	Will be complied at AGM
<b>VII. <u>Compliance</u></b>	49 (VII)	Yes	Will be complied at AGM

Place: Borsad  
Date: 15.04.2012

Thanking You,  
Yours faithfully,  
For Ishan Dyes and Chemicals Ltd.

(Piyush Patel)  
Chairman and Managing Director