

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: DR.AGARWAL'S EYE HOSPITAL LTD.

Quarter ended 31/03/2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</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. 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)	N.A.	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013
(C) Board Disclosures	49 (IV C)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013
(D) Proceeds from public issues, rights issues, preferential issues etc.*	49 (IV D)	Yes.	ESPS SCHEME 2013.
(E) Remuneration of Directors	49 (IV E)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013

<b>Particulars</b>	<b>Clause of Listing agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
(F) Management	49 (IV F)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013
(G) Shareholders	49 (IV G)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Disclosed in the Annual Report for the year ended 31/03/2013
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Published in the Annual Report for the year ended 31/03/2013
<b>VII. Compliance</b>	49 (VII)	Yes	Published in the Annual Report for the year ended 31/03/2013

NOTE\*: In order to comply with the requirement of Minimum Public Shareholding, the Company had issued 2,00,000 Equity Shares of Rs.10/- each at a premium of Rs.66/-per share to the employees through Employee Stock Purchase Scheme (ESPS) after obtaining necessary approvals from SEBI on 14<sup>th</sup> May 2013. The securities were listed and permitted to trade with effect from 23<sup>rd</sup> October 2013.

For **DR.AGARWAL'S EYE HOSPITAL LTD**

**DR.ANOSH AGARWAL**

**DIRECTOR**