

Flat No. 6A, 40 Hanuman Road, Connaught Place New Delhi-110001

Phone: 011-32965576

E-mail: hpcbiosci@yahoo.com

15th July, 2013

To
The Manager
Compliance Department
BSE Ltd.
P.J.Towers
Dalal Street,
Mumbai - 400001

Subject: Corporate Governance Report in terms of Clause 52 of SME Equity Listing Agreement

Dear Sir/Madam,

In terms of the provisions of Clause 52 of SME Equity Listing Agreement, Kindly find enclosed Compliance Report on Corporate Governance for the quarter ended on 30th June, 2013.

This is for your information Please,

Kindly acknowledge the same.

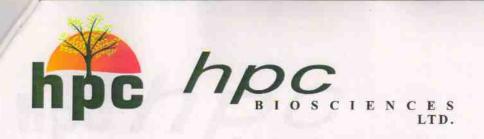
Thanking You

For HPC BIOSCIENCES LIMITED

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Avinash Kumar Singh Company Secretary

Encl: A/a



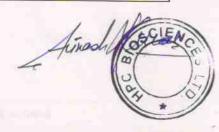
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## COMPLIANCE REPORT ON CORPORATE GOVERNANCE Name of the Issuer: HPC BIOSCIENCES LIMITED Quarter ending on: 30<sup>th</sup> June, 2013

Particulars	Particulars  Clause of Listing Agreement  Status Yes / No		Remarks	
I. Board of Directors	52 (1)	YES		
(A) Compliance of Board	52(IA)	YES	The Board of Directors is duly constituted having 4 Directors out of which 2 are Independent Directors	
(B) Non-Executive Directors'  compensation & Disclosures	52(IB)	YES	None of the Non executive Directors has been paid any compensation.	
(C) Other Provisions as to Board & Committees	52(IC)	YES	Duly complied.	
(D) Code of Conduct	52(ID)	YES	Disclosure will be made in next Annual Report.	
II. Audit Committee	52 (II)	YES	WHA I	
(A) Qualified & Independent Audit Committee	52(IIA)	YES	Duly constituted.	
(B) Meeting of Audit Committee	52(IIB)	YES	Duly complied.	
(C) Powers of Audit Committee	52(IIC)	YES	Duly defined.	
(D) Role of Audit Committee	52(IID)	YES	Duly defined.	
(E) Review of Information by Audit Committee	52(IIE)	YES	Duly complied.	
III. Subsidiary Companies	52 (III)	N.A		
IV. Disclosures	52 (IV)	YES		
(A) Basis of related Party Transactions	52(IVA)	YES	Will be complied in the Annual Report of 2012-13.	
(B) Disclosure of Accounting Treatment	52(IVB)	Will be complied in the Annual Report of 2012-1:		
(C) Board Disclosures	52 (IVC)	/ES	Will be complied in the Annual Report of 2012-13	





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(D) Proceeds from public issues, rights issues, preferential issues	52 (IVD)	Yes	Will be complied in the Annual Report of 2012-13
(E) Remuneration of Directors	52(IVE)	YES	Will be complied in the Annual Report of 2012-13
(F) Management	52 (IVF)	YES	Will be complied in the Annual Report of 2012-13.
(G) Shareholders	49 (IVG)	YES	Will be Complied in the Annual Report of 2012-13.
V. CEO/CFO Certifications	52 (V)	N.A.	Will be Complied in the Annual Report of 2012-13.
VI. Report on Corporate Governance	52 (VI)	YES	Will be Complied in the Annual Report 2012-13.
VII. Compliance	52 (VII)	YES	Will be Complied in the Annual Report.

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Date: 15<sup>th</sup> July, 2013 Place: New Delhi