

TOHEAL PHARMACHEM LIMITED

Regd. Office: 5th Floor, Nilkanth Palace, B Block, Opp. Seema Hall, 100ft. Sanjay Sachin Road, Satellite,
Ahmedabad-380015, Email Id : tohealpharmachem@gmail.com Tel. Fax : 079-26930309

06th July, 2015

To
The Manager (Listing)
Corporate Relationship Department
The BSE Limited
Ground Floor, P.J. Towers,
Dalal Street, Mumbai

Scrip Code 531910

Dear Sir/Madam,

Sub: Compliance with the Clause 49 of the Listing Agreement

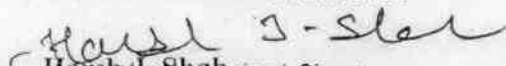
With reference to above, please find Quarterly Corporate Governance Report for the Quarter ended June 2015 in compliance with the Listing Agreement.

Please take the same on your record and oblige.

Thanking you.

Yours faithfully,

For Toheal Pharmachem Limited
TOHEAL PHARMACHEM LTD.


Harsh J. Shah, Authorised Signatory

Director

Din: 01662085

Encl.: As above

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Quarterly Compliance Report on Corporate Governance

(Annexure - XI to the Listing Agreement)

Name of the Company: Toheal Pharmachem Limited
Quarter ending on: June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	---NIL---
(B) Independent Directors	49 (IIB)	YES	---NIL---
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	YES	---NIL---
(D) Other Provisions as to Board and Committees	49 (IID)	YES	---NIL---
(E) Code of Conduct	49 (IIE)	YES	---NIL---
(F) Whistle Blower Policy	49 (IIF)	YES	---NIL---
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	---NIL---
(B) Meeting of Audit Committee	49 (IIIB)	YES	---NIL---
(C) Powers of Audit Committee 49 (IIC)	49 (IIIC)	YES	---NIL---
(D) Role of Audit Committee	49 (IIID)	YES	---NIL---
(E) Review of Information by Audit Committee	49 (IIIE)	YES	---NIL---
IV. Nomination and Remuneration Committee	49(IV)	YES	---NIL---
V. Subsidiary Companies	49 (V)	YES	---NIL---
VI. Risk Management	49(VI)	YES	---NIL---
VII. Related Party Transaction	49(VII)	YES	---NIL---
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	YES	Will be Complied at the AGM
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Will be Complied at the AGM

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Director/Authorised Signatory

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(C) Remuneration of Directors	49 (VIII C)	YES	Will be Complied at the AGM
(D) Management	49 (VIII D)	YES	Will be Complied at the AGM
(E) Shareholders	49 (VIII E)	YES	Will be Complied at the AGM
(F) Proceeds from public issues, rights issue and preferential Issue, etc	49 (VIII F)	YES	Will be Complied at the AGM
IX.CEO/CFO Certification	49 (IX)	YES	Will be Complied at the AGM
X. Report on Corporate Governance	49 (X)	YES	Will be Complied in the Annual Report
XI. Compliance	49 (XI)	YES	Will be Complied at the AGM

Date: 06th July 2015

Place: Ahmedabad

For Toheal Pharmachem Limited

TOHEAL PHARMACHEM LTD.


Harsh J. Shah
Director/Authorised Signatory
Director

Din: 01662085

Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.

2. In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated

Against 49(VII)

3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.