

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Unichem Laboratories Limited**
2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

Name of the Director	DIN	PAN	Category (Chair person /Executive/ Non-Executive/ Independent/ Nominnee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Prakash Mody	00001285	AOIPM1290A	C & ED	MD	22-Jun-1974	01-Jul-2018	30-Jun-2021	36	14-Nov-1952	2	1	1	0	SC	
Prafull Anubhai	00040837	ACJPS9659L	ID		01-Apr-2014	01-Apr-2019	31-Mar-2024	60	20-Jan-1938	2	2	0	3	AC,SC,NRC	
Prafull Sheth	00184581	AASPS0595E	ID		01-Apr-2014	01-Apr-2019	31-Mar-2024	60	08-Feb-1939	1	1	1	0	AC,NRC	
Anand Mahajan	00066320	AADPM7933M	ID		01-Apr-2014	01-Apr-2019	31-Mar-2024	60	03-Jan-1953	3	1	3	1	AC,NRC	
Dr. B. Kinnera Murthy	01878144	ACEPB4804F	ID		21-Mar-2015	21-Mar-2018	20-Mar-2023	60	09-Jun-1952	1	1	2	0	AC,SC	
Dilip Kunkolienkar	02666678	ADRPK1770H	ED		01-Apr-2018	01-Apr-2018	31-Mar-2021	36	15-Aug-1950	1	0	1	0	AC	

Company Remarks	Chairman, MD and CEO are one and the same person
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. **Composition of Committees**

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Dilip Kunkolienkar	ED	Member	29-May-2018	
2	Dr. B. Kinnera Murthy	ID	Member	16-Nov-2018	
3	Anand Mahajan	ID	Member	02-Nov-2018	
4	Prafull Anubhai	ID	Chairperson	24-Jan-2001	
5	Prafull Sheth	ID	Member	07-Oct-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Dr. B. Kinnera Murthy	ID	Member	29-May-2018	
2	Prafull Anubhai	ID	Chairperson	19-Oct-2013	
3	Prakash Mody	C & ED	Member	19-Oct-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Prafull Anubhai	ID	Chairperson	19-Oct-2013	
2	Anand Mahajan	ID	Member	25-May-2018	
3	Prafull Sheth	ID	Member	19-Oct-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
24-May-2019	27-Jul-2019	Yes	5	3
	01-Aug-2019	Yes	5	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	63

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	24-May-2019	27-Jul-2019	Yes	4	3
Nomination & Remuneration Committee	24-May-2019	01-Aug-2019	Yes	3	3
Stakeholders Relationship Committee	24-May-2019	27-Jul-2019	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	63

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Sale of finished goods by Unichem Laboratories Limited to its Wholly Owned Subsidiary Unichem Pharmaceuticals (USA) Inc, is a Material Related Party Transaction for the quarter ended September 30, 2019. The transaction is in ordinary course of business and on arm's length basis. Regulation 23(2) (3) & (4) is not applicable to this transaction by virtue of Regulation 23 (5) of the Listing Regulations.
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**

- d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

The Corporate Governance Report for the quarter ended 30.6.2019 was placed before the board at its meeting held on 27.7.2019. The Corporate Governance Report for the quarter ended 30.9.2019 shall be placed at the ensuing Board meeting.

Name : Pradeep Bhandari
Designation : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

Name : Pradeep Bhandari
Designation : Company Secretary & Compliance Officer