

**General information about company**

Scrip code	506690
NSE Symbol	UNICHEMLAB
MSEI Symbol	NOTLISTED
ISIN	INE351A01035
Name of the entity	Unichem Laboratories Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Prakash A. Mody	AOIPM1290A	00001285	Executive Director	Chairperson	MD	14-11-1952	NA		22-06-1974	01-07-2018			2	1	1	0		
2	Mr	Prafull Anubhai	ACJPS9659L	00040837	Non-Executive - Independent Director	Not Applicable		20-01-1938	Yes	28-07-2018	01-04-2014	01-04-2019		36	2	2	0	3		
3	Mr	Prafull Sheth	AASPS0595E	00184581	Non-Executive - Independent Director	Not Applicable		08-02-1939	Yes	28-07-2018	01-04-2014	01-04-2019		36	1	1	1	0		
4	Mr	Anand Mahajan	AADPM7933M	00066320	Non-Executive - Independent Director	Not Applicable		03-01-1953	NA		01-04-2014	01-04-2019		36	2	1	2	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mrs	B.Kinnera Murthy	ACEPB4804F	01878144	Non-Executive - Independent Director	Not Applicable		09-06-1952	NA		21-03-2015	21-03-2018		48	1	1	2	0		
6	Mr	Dilip Kunkolienkar	ADRPK1770H	02666678	Executive Director	Not Applicable		15-08-1950	NA		01-04-2018	01-04-2021		12	1	0	1	0		

#### Text Block

Textual Information(1)	1.MD and CEO are one and the same person. 2. First term of 5 years of Mr.Prafull Anubhai & Mr. Prafull Sheth ended on 31.3.19. The Co. has already obtained approval of shareholders vide special resolutions at the 55th AGM of the Co. held on 28.7.18 for re-appointing the said independent directors for a 2nd term of 5 years wef 1.4.19.
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#### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040837	Prafull Anubhai	Non-Executive - Independent Director	Chairperson	24-01-2001		
2	02666678	Dilip Kunkolienkar	Executive Director	Member	29-05-2018		
3	01878144	B.Kinnera Murthy	Non-Executive - Independent Director	Member	16-11-2018		
4	00066320	Anand Mahajan	Non-Executive - Independent Director	Member	02-11-2018		
5	00184581	Prafull Sheth	Non-Executive - Independent Director	Member	07-10-2014		

#### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040837	Prafull Anubhai	Non-Executive - Independent Director	Chairperson	19-10-2013		
2	00066320	Anand Mahajan	Non-Executive - Independent Director	Member	25-05-2018		
3	00184581	Prafull Sheth	Non-Executive - Independent Director	Member	19-10-2013		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040837	Prafull Anubhai	Non-Executive - Independent Director	Chairperson	19-10-2013		
2	01878144	B.Kinnera Murthy	Non-Executive - Independent Director	Member	29-05-2018		
3	00001285	Prakash A. Mody	Executive Director	Member	19-10-2013		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001285	Prakash A. Mody	Executive Director	Chairperson	29-05-2021		
2	02666678	Dilip Kunkolienkar	Executive Director	Member	29-05-2021		
3	00184581	Prafull Sheth	Non executive Independent Director	Member	29-05-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001285	Prakash A. Mody	Executive Director	Chairperson	19-10-2013		
2	00040837	Prafull Anubhai	Non-Executive - Independent Director	Member	19-10-2013		
3	01878144	B.Kinnera Murthy	Non-Executive - Independent Director	Member	11-07-2015		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

### Annexure 1

#### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	02-11-2021				Yes	6	4
2		29-01-2022	87		Yes	6	4
3		31-03-2022	60		Yes	6	4

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	02-11-2021				Yes	5	4
2	Audit Committee	29-01-2022	87			Yes	5	4
3	Corporate Social Responsibility Committee	29-01-2022				Yes	3	2
4	Nomination and remuneration committee	29-01-2022				Yes	3	3
5	Stakeholders Relationship Committee	02-11-2021				Yes	3	2
6	Stakeholders Relationship Committee	29-01-2022				Yes	3	2

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
7	Risk Management Committee	02-11-2021				Yes	3	1
8	Risk Management Committee	31-03-2022				Yes	3	1

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes of material transaction with related party			Textual Information(1)

**Text Block**

Textual Information(1)	Sale of finished goods by Unichem Laboratories Limited to its Wholly Owned Subsidiary(WOS) Unichem Pharmaceuticals (USA) Inc, is a Material Related Party Transaction for the quarter ended 31.03.2022 . The transaction is in ordinary course of business and on arms length basis. Regulation 23(2) (3) & (4) is not applicable to this transaction by virtue of Regulation 23 (5) of the Listing Regulations. The above reporting is done under Regulation 27 (b) .
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## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

### Text Block

Textual Information(1)	The Corporate Governance Report for the quarter ended 31.12.2021 was placed before the board at its meeting held on 29.1.2022 The Corporate Governance Report for the quarter ended 31.03.2022 shall be placed at the ensuing Board meeting.
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## Annexure II

### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		shares@unichemlabs.com
2	Terms and conditions of appointment of independent directors	Yes		shares@unichemlabs.com
3	Composition of various committees of board of directors	Yes		shares@unichemlabs.com
4	Code of conduct of board of directors and senior management personnel	Yes		shares@unichemlabs.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		shares@unichemlabs.com
6	Criteria of making payments to non-executive directors	Yes		shares@unichemlabs.com
7	Policy on dealing with related party transactions	Yes		shares@unichemlabs.com
8	Policy for determining 'material' subsidiaries	Yes		shares@unichemlabs.com
9	Details of familiarization programmes imparted to independent directors	Yes		shares@unichemlabs.com

## Annexure II

### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		shares@unichelabs.com
11	email address for grievance redressal and other relevant details	Yes		shares@unichelabs.com
12	Financial results	Yes		shares@unichelabs.com
13	Shareholding pattern	Yes		shares@unichelabs.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		shares@unichelabs.com
18	Credit rating or revision in credit rating obtained	Yes		shares@unichelabs.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		shares@unichelabs.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		shares@unichelabs.com
21	Materiality Policy as per Regulation 30	Yes		shares@unichelabs.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		shares@unichelabs.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		shares@unichelabs.com

## Annexure II

#### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	



**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	

34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

## Annexure II

### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

### Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

### Signatory Details

Name of signatory	Pradeep Bhandari
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	14-04-2022