

Scrip code	506690
NSE Symbol	UNICHEMLAB
MSEI Symbol	NOTLISTED
ISIN	INE351A01035
Name of the entity	UNICHEM LABORATORIES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Mody Prakash Amrut	00001285	Non-Executive - Non Independent Director	Chairperson		14-11-1952
2	Mr	Pranay Godha	00016525	Non-Executive - Non Independent Director	Not Applicable		24-03-1972
3	Mr	Pabitrakumar K Bhattacharyya	07131152	Executive Director	Not Applicable		17-04-1969
4	Mr	Prafulbhai Anubhai Shah	00040837	Non-Executive - Independent Director	Not Applicable		20-01-1938
5	Mr	Prafull D Sheth	00184581	Non-Executive - Independent Director	Not Applicable		08-02-1939

Sr	Title	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
6	Mr	Anand Y Mahajan	00066320	Non-Executive - Independent Director	Not Applicable		03-01-1953
7	Mrs	Priti Puri	07755966	Non-Executive - Independent Director	Not Applicable		17-10-1973
8	Mr	Arun Todarwal	00020916	Non-Executive - Independent Director	Not Applicable		16-06-1957
9	Mr	Anand Kurse	00818477	Non-Executive - Independent Director	Not Applicable		18-07-1949

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		22-06-1974	10-08-2023			2	1	0	0			
2	NA		10-08-2023				2	0	1	0			
3	NA		10-08-2023				2	0	2	0			
4	Yes	01-04-2019	01-04-2014	01-04-2019	31-03-2024	60	2	2	1	1	Tenure Completion		
5	Yes	01-04-2019	01-04-2014	01-04-2019	31-03-2024	60	1	1	0	0	Tenure Completion		
6	NA		01-04-2014	01-04-2019	31-03-2024	60	1	1	0	0	Tenure Completion		
7	NA		21-03-2023			12.37	1	1	2	0			
8	NA		05-02-2024			1.86	5	5	7	4			
9	NA	22-3-2024	05-02-2024			1.86	2	2	2	1			

Text Block

Textual Information(1)	<p>Dr. Prakash Mody is one of the Promoter of the Company. Tenure of Dr. Prakash Mody as Independent Director of Kewal Kiran Clothing Limited got completed on 31st March 2024. Tenure for second term of five years as Independent Director of Mr. Prafull Anubhai, Mr. Prafull Sheth and Mr. Anand Mahajan got completed on 31st March 2024.</p> <p>Tenure of Mr. Anand Kusre as Independent Director of Ipca Laboratories Limited got completed on 31st March 2024.</p> <p>Tenure of Mr. Arun Todarwal as Independent Director of Welspun Corp Limited got completed on 31st March 2024.</p> <p>Mr. Anand Kusre and Mr. Arun Todarwal were appointed at the Board Meeting held on 5th February 2024. Their appointment was confirmed by shareholders through special resolution vide Postal Ballot on 22nd March 2024.</p>
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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	Prafulbhai Anubhai Shah	Non-Executive - Independent Director	Chairperson	24-01-2001	05-02-2024		
2	00066320	Anand Yashavant Mahajan	Non-Executive - Independent Director	Member	02-11-2018	05-02-2024		
3	00184581	Prafull D Sheth	Non-Executive - Independent Director	Member	07-10-2014	05-02-2024		
4	07131152	Pabitrakumar K Bhattacharyya	Executive Director	Member	10-08-2023			
5	00020916	Arun Todarwal	Non-Executive - Independent Director	Chairperson	05-02-2024			
6	00818477	Anand Kurse	Non-Executive - Independent Director	Member	05-02-2024			
7	07755966	Priti Puri	Non-Executive - Independent Director	Member	05-02-2024			

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	Prafulbhai Anubhai Shah	Non-Executive - Independent Director	Chairperson	19-10-2013	05-02-2024	
2	00066320	Anand Yashavant Mahajan	Non-Executive - Independent Director	Member	25-05-2018	05-02-2024	
3	00184581	Prafull D Sheth	Non-Executive - Independent Director	Member	19-10-2013	05-02-2024	
4	00818477	Anand Kurse	Non-Executive - Independent Director	Chairperson	05-02-2024		
5	00020916	Arun Todarwal	Non-Executive - Independent Director	Member	05-02-2024		
6	07755966	Priti Puri	Non-Executive - Independent Director	Member	05-02-2024		

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	Prafulbhai Anubhai Shah	Non-Executive - Independent Director	Chairperson	19-10-2013	05-02-2024	
2	00016525	Pranay Godha	Non-Executive - Non Independent Director	Member	10-08-2023		
3	07755966	Priti Puri	Non-Executive - Independent Director	Member	21-03-2023		
4	00818477	Anand Kurse	Non-Executive - Independent Director	Chairperson	05-02-2024		
5	07131152	Pabitrakumar Kalipada Bhattacharyya	Executive Director	Member	05-02-2024		

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	00016525	Pranay Godha	Non-Executive - Non Independent Director	Chairperson	10-08-2023	05-02-2024	
2	00184581	Prafull D Sheth	Non-Executive - Independent Director	Member	29-05-2021	05-02-2024	
3	07131152	Pabitrakumar Kalipada Bhattacharyya	Executive Director	Member	10-08-2023		
4	00020916	Arun Tadarwal	Non-Executive - Independent Director	Chairperson	05-02-2024		
5	00016525	Pranay Godha	Non-Executive - Non Independent Director	Member	05-02-2024		
6	00818477	Anand Kurse	Non-Executive - Independent Director	Member	05-02-2024		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016525	Pranay Godha	Non-Executive - Non Independent Director	Chairperson	10-08-2023	05-02-2024	
2	00040837	Prafulbhai Anubhai Shah	Non-Executive - Independent Director	Member	19-10-2013	05-02-2024	
3	07755966	Priti Puri	Non-Executive - Independent Director	Member	21-03-2023	05-02-2024	
4	00020916	Arun Tadarwal	Non-Executive - Independent Director	Chairperson	05-02-2024		
5	00016525	Pranay Godha	Non-Executive - Non Independent Director	Member	05-02-2024		
6	07131152	Pabitrakumar Kalipada Bhattacharyya	Executive Director	Member	05-02-2024		

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-11-2023				Yes	7	6	4
2		05-02-2024	95		Yes	9	8	5

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	01-11-2023				Yes	4	4	3	0
2	Audit Committee	05-02-2024	95			Yes	4	3	2	0
3	Nomination and remuneration committee	05-02-2024				Yes	3	2	2	0
4	Risk Management Committee	05-02-2024				Yes	4	4	2	0

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	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)	FY 2023-2024: 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 31.03-2024. 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

Sr	Subject	Compliance status (Yes/No)
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 1000 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:	Textual information(1)

Text Block

Textual Information(1)	The CG report for the quarter ended 31.12.2023 was placed before the Board Meeting held on 05.02.2024. This report shall be placed before 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		www.unichemlabs.com
2	Terms and conditions of appointment of independent directors	Yes		www.unichemlabs.com
3	Composition of various committees of board of directors	Yes		www.unichemlabs.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.unichemlabs.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.unichemlabs.com
6	Criteria of making payments to non-executive directors	No	Disclosed in annual report	

Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
7	Policy on dealing with related party transactions	Yes		www.unichemlabs.com
8	Policy for determining ‘material’ subsidiaries	Yes		www.unichemlabs.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.unichemlabs.com
10	Email address for grievance redressal and other relevant details	Yes		www.unichemlabs.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.unichemlabs.com
12	Financial results	Yes		www.unichemlabs.com
13	Shareholding pattern	Yes		www.unichemlabs.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	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		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.unichemlabs.com
18	Credit rating or revision in credit rating obtained	Yes		www.unichemlabs.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.unichemlabs.com
20	Secretarial Compliance Report	Yes		www.unichemlabs.com
21	Materiality Policy as per Regulation 30 (4)	Yes		www.unichemlabs.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.unichemlabs.com
23	Disclosures under regulation 30(8)	Yes		www.unichemlabs.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.unichemlabs.com
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.unichemlabs.com
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.unichemlabs.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.unichemlabs.com
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

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(1C), 17(1D) & 17(1E)	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	

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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	No	No material related party transactions, save and except with wholly owned subsidiary as regulation 23(4) is not

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
				applicable by virtue of regulation 23(5) of the Listing Regulations.
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
	Any other information to be provided			Textual Information(1)

Textual Information(1)	For point 35: 24(2),(3) & (4) - Yes 24(5) & (6) - N.A.
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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)

Textual Information(1)	In terms of the said disclosure any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity and employees are excluded and hence the same is not applicable and reported here.
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Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No						
Number of cyber security incidence or breaches or loss of data event occurred during the quarter							
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 5%;">Sr.</th> <th style="width: 70%;">Date of the event</th> <th style="width: 25%;">Brief details of the event</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	Sr.	Date of the event	Brief details of the event				
Sr.	Date of the event	Brief details of the event					

Signatory Details

Name of signatory	PRADEEP BHANDARI
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	12-04-2024

