

## 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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

## Annexure I

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	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

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
3	Mr	Pabitrakumar Kalipada Bhattacharyya	07131152	Executive Director	Not Applicable	MD	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
6	Mr	Anand Yashavant 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	Dilip Kunkolienkar	02666678	Executive Director	Not Applicable		15-08-1950

#### 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

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)	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	1	0		
4	Yes	01-04-2019	01-04-2014	01-04-2019		54	2	2	3	3		
5	Yes	01-04-2019	01-04-2014	01-04-2019		54	1	1	1	0		
6	NA		01-04-2014	01-04-2019		54	1	1	1	0		
7	NA	20-03-2023	21-03-2023			6.37	1	1	1	0		
8	NA		01-04-2018	01-04-2021	10-08-2023		1	0	1	0		

Textual Information(1)	<p>1. Dr. Prakash Amrut Mody the Chairman and Managing Director of the Company stepped down from the role of Managing Director and was re-designated as a Non-Executive, Non-Independent Director, Chairman of the Company with effect from August 10, 2023. which was approved by the shareholders at the annual general meeting of the Company held on 25.9.2023.</p> <p>2. Appointed Mr. Pranay Premchand Godha (DIN-00016525) as an additional director of the Company (Non-Executive, Non-Independent Director) with effect from August 10, 2023, which was approved by the shareholders at the annual general meeting of the Company held on 25.9.2023.</p>
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3. Appointed Mr. Pabitrakumar Kalipada Bhattacharyya (DIN-07131152) as an additional director and Managing Director of the Company with effect from August 10, 2023, which was approved by the shareholders at the annual general meeting of the Company held on 25.9.2023.
4. Mr. Dilip Kunkolienkar (Director Technical) resigned as a director with effect from the close of business hours on August 9, 2023.

#### 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			
2	02666678	Dilip Kunkolienkar	Executive Director	Member	29-05-2018	10-08-2023		
3	00066320	Anand Yashavant Mahajan	Non-Executive - Independent Director	Member	02-11-2018			
4	00184581	Prafull D Sheth	Non-Executive - Independent Director	Member	07-10-2014			
5	07131152	Pabitrakumar Kalipada Bhattacharyya	Executive Director	Member	10-08-2023			

#### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson								Yes
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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		
2	00066320	Anand Yashavant Mahajan	Non-Executive - Independent Director	Member	25-05-2018		
3	00184581	Prafull D Sheth	Non-Executive - Independent Director	Member	19-10-2013		

<b>Stakeholders Relationship Committee</b>							
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		
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	00001285	Mody Prakash Amrut	Non-Executive - Non Independent Director	Member	19-10-2013	10-08-2023	

<b>Risk Management Committee</b>							
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	Mody Prakash Amrut	Non-Executive - Non Independent Director	Chairperson	29-05-2021	10-08-2023	
2	02666678	Dilip Kunkolienkar	Executive Director	Member	29-05-2021	10-08-2023	
3	00016525	Pranay Godha	Non-Executive - Non Independent Director	Chairperson	10-08-2023		
4	07131152	Pabitrakumar Kalipada Bhattacharyya	Executive Director	Member	10-08-2023		
5	00184581	Prafull D Sheth	Non-Executive - Independent Director	Member	29-05-2021		

<b>Corporate Social Responsibility Committee</b>							
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	Mody Prakash Amrut	Non-Executive - Non Independent Director	Chairperson	19-10-2013	10-08-2023	
2	00016525	Pranay Godha	Non-Executive - Non Independent Director	Chairperson	10-08-2023		
3	00040837	Prafulbhai Anubhai Shah	Non-Executive - Independent Director	Member	19-10-2013		
4	07755966	Priti Puri	Non-Executive - Independent Director	Member	21-03-2023		

### 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	24-04-2023				Yes	6	5	3
2	23-05-2023		28		Yes	6	6	4
3	26-06-2023		33		Yes	6	5	3
4		14-07-2023	17		Yes	6	6	4
5		09-08-2023	25		Yes	6	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)	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	Nomination and remuneration committee	24-04-2023				Yes	3	2	2	0
2	Audit Committee	23-05-2023	28			Yes	4	4	3	0
3	Stakeholders Relationship Committee	23-05-2023				Yes	3	3	2	0
4	Corporate Social Responsibility Committee	23-05-2023				Yes	3	3	2	0
5	Nomination and remuneration committee	26-06-2023	33			Yes	3	2	2	0
6	Audit Committee	14-07-2023	17			Yes	4	4	3	0

## 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)	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)
7	Audit Committee	09-08-2023	25			Yes	4	4	3	0
8	Nomination and remuneration committee	09-08-2023				Yes	3	3	3	0

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)
9	Risk Management Committee	10-08-2023	0			Yes	3	3	1	0

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)

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 30.09.2023 . 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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#### 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



Sr	Subject	Compliance status (Yes/No)
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 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

### Annexure III

#### III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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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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<b>Details of Cyber security incidence</b>	
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

<b>Signatory Details</b>	
Name of signatory	PRADEEP BHANDARI
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	10-10-2023