

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	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Quarterly
Date of Report	31-03-2021
Risk management committee	Not 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

Yes

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 Mody	AOIPM1290A	00001285	Executive Director	Chairperson	MD	14-11-1952	NA		22-06-1974	01-07-2018		33	2	1	1	0		
2	Mr	Prafull Anubhai	ACJPS9659L	00040837	Non-Executive - Independent Director	Not Applicable	Shareholder Director	20-01-1938	Yes	28-07-2018	01-04-2014	01-04-2019		24	2	2	0	3		
3	Mr	Prafull Sheth	AASPS0595E	00184581	Non-Executive - Independent Director	Not Applicable	Shareholder Director	08-02-1939	Yes	28-07-2018	01-04-2014	01-04-2019		24	1	1	1	0		
4	Mr	Anand Mahajan	AADPM7933M	00066320	Non-Executive - Independent Director	Not Applicable	Shareholder Director	03-01-1953	NA		01-04-2014	01-04-2019		24	2	1	2	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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	Dr. B. Kinnersa Murthy	ACEPB4804F	01878144	Non-Executive - Independent Director	Not Applicable	Shareholder Director	09-06-1952	NA		21-03-2015	21-03-2018		32	1	1	2	0		
6	Mr	Dilip Kunkolienkar	ADRPK1770H	02666678	Executive Director	Not Applicable		15-08-1950	NA		01-04-2018			36	1	0	1	0		

Text Block

Textual Information(1)	Chairperson of the Board and MD is the same person.
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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	29-05-2018		
2	02666678	Dilip Kunkolienkar	Executive Director	Member	16-11-2018		
3	01878144	Dr. B. Kinnera Murthy	Non-Executive - Independent Director	Member	02-11-2018		
4	00066320	Anand Mahajan	Non-Executive - Independent Director	Member	07-10-2014		
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	Dr. B. Kinnera Murthy	Non-Executive - Independent Director	Member	29-05-2018		
3	00001285	Dr. Prakash Mody	Executive Director	Member	19-10-2013		

Risk Management Committee							
Whether the Risk Management 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

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 Mody	Executive Director	Chairperson	19-10-2013		
2	00040837	Prafull Anubhai	Non-Executive - Independent Director	Member	19-10-2013		
3	01878144	Dr. B. Kinnera Murthy	Non-Executive - Independent Director	Member	11-07-2015		

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*	No. of Independent Directors attending the meeting*
1	31-10-2020				Yes	6	4
2		30-01-2021	90		Yes	6	4

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*	No. of Independent Directors attending the meeting*
1	Audit Committee	31-10-2020				Yes	5	4
2	Audit Committee	30-01-2021	90			Yes	5	4
3	Nomination and remuneration committee	30-01-2021				Yes	3	3
4	Corporate Social Responsibility Committee	31-10-2020				Yes	3	2

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)

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 March 31, 2021 . 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)	NA
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 Corporate Governance Report for the quarter ended 31.12.2020 was placed before the board at its meeting held on 30.1. 2021 . The Corporate Governance Report for the quarter ended 31.3.2021 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		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	Yes		www.unichemlabs.com
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

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		www.unichemlabs.com
11	email address for grievance redressal and other relevant details	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	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		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	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.unichemlabs.com
21	Materiality Policy as per Regulation 30	Yes		www.unichemlabs.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.unichemlabs.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.unichemlabs.com

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	

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	

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)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
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	

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			

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	

Signatory Details	
Name of signatory	Mr. Pradeep Bhandari
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	12-04-2021