

THRU ONLINE FILING

October 8, 2018

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
27th Floor, Dalal Street
Mumbai 400 023

Dear Sir / Madam,

Re: Compliance Report on Corporate Governance for the quarter and half year ended September 30, 2018

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Compliance Report (Annexure I and Annexure III) on Corporate Governance of the Company for the quarter and half year ended September 30, 2018.

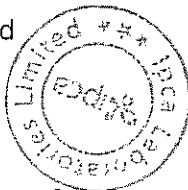
Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For Ipca Laboratories Limited



Harish P. Kamath
Corporate Counsel & Company Secretary



Encl: a/a

Cc: The Secretary
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Flr, Plot # C/1
G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051

Ipca Laboratories Ltd.
www.ipca.com

FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity: Ipca Laboratories Limited

2. Quarter ending: September 30, 2018

| I. Composition of Board of Directors | | | | | | | | |
|--------------------------------------|----------------------|------------------------|--|--|-------------------------|---|--|---|
| Title (Mr. / Ms.) | Name of the Director | PAN [§] & DIN | Category (Chairperson /Executive /Non-Executive/ independent/ Nominee) | Date of Appointment in the current term /cessation | Tenure | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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) |
| Mr. | Premchand Godha | AFDPG6492E & 00012691 | Executive / Chairman & Managing Director | 01.04.2018 | - | 1 | 1 | 0 |
| Mr. | A. K .Jain | AADPJ2602A & 00012657 | Executive / Joint Managing Director | 21.08.2014 | - | 1 | 1 | 0 |
| Mr. | Pranay Godha | AEMPG2714F & 00016525 | Executive Director | 11.11.2013 | - | 1 | 0 | 0 |
| Mr. | Prashant Godha | AFFPG4317N & 00012759 | Executive Director | 16.08.2016 | - | 1 | 1 | 0 |
| Mr. | Babulal Jain | AAFPJ1390K & 00016573 | Non-Executive / Independent Director | 01.04.2014 | 5 years till 31.03.2019 | 1 | 2 | 2 |
| Mr. | A. T. Kusre | AACPK9130D & 00818477 | Non-Executive / Independent Director | 01.04.2014 | 5 years till 31.03.2019 | 1 | 1 | 0 |
| Mr. | Dev Parkash Yadava | AAAPY0846J & 00778976 | Non-Executive / Independent Director | 01.04.2014 | 5 years till 31.03.2019 | 2 | 3 | 1 |
| Dr. (Mr.) | Ramakanta Panda | AAOPP2308N & 01161791 | Non-Executive / Independent Director | 01.04.2014 | 5 years till 31.03.2019 | 1 | 0 | 0 |
| Dr. (Ms.) | Manisha Premnath | ALSPM0843J & 05280048 | Non-Executive / Independent Director | 21.09.2014 | 5 years till 20.09.2019 | 1 | 0 | 0 |

§ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

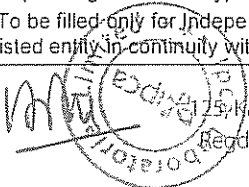
* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

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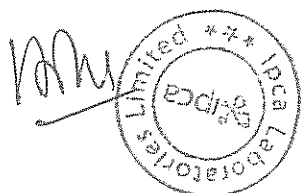
175, Kandivli Industrial Estate, CTS No. 328, Kandivli (West), Mumbai 400 067, India | T: +91 22 6210 5000 F: +91 22 6210 5005

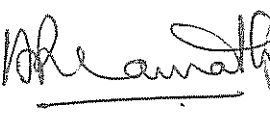
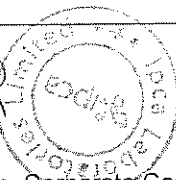
Regd. Office: 48, Kandivli Industrial Estate, Kandivli (West), Mumbai 400 067, India | T: +91 22 6647 4444 F: +91 22 2868 6954

E: ipca@ipca.com CIN: L24239MH1949PLC007837



| II. Composition of Committees | | | |
|---|---|---|---|
| Name of Committee | Name of Committee members | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ^{&} | |
| 1. Audit Committee | Mr. Babulal Jain | Chairman / Non-Executive / Independent Director | |
| | Mr. Anand T. Kusre | Non-Executive / Independent Director | |
| | Mr. Dev Parkash Yadava | Non-Executive / Independent Director | |
| | Mr. Prashant Godha | Executive Director | |
| 2. Nomination & Remuneration Committee | Mr. Babulal Jain | Chairman / Non-Executive / Independent Director | |
| | Mr. Anand T. Kusre | Non-Executive / Independent Director | |
| | Mr. Dev Parkash Yadava | Non-Executive / Independent Director | |
| 3. Risk Management Committee (if applicable) | Mr. A. K. Jain | Executive / Joint Managing Director | |
| | Mr. Pranay Godha | Executive Director | |
| | Mr. Prashant Godha | Executive Director | |
| | Mr. Manish Jain | Vice President – Business Development | |
| 4. Stakeholders Relationship Committee | Mr. Babulal Jain | Chairman / Non-Executive / Independent Director | |
| | Mr. Premchand Godha | Executive / Chairman & Managing Director | |
| | Mr. A. K. Jain | Executive / Joint Managing Director | |
| ^{&} Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen | | | |
| 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 | Maximum gap between any two consecutive meetings (in number of days) | |
| May 29, 2018 | August 9, 2018 | 29.05.2018 to 09.08.2018 – 71 days | |
| | September 21, 2018 | 09.08.2018 to 21.09.2018 – 42 days | |
| IV. Meeting of Committees - (Audit Committee) | | | |
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement Of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two Consecutive meetings in number of days* |
| August 9, 2018 | All committee members present | May 29, 2018 | 29.05.2018 to 09.08.2018 – 71 days |
| September 21, 2018 | All committee members present | | 09.08.2018 to 21.09.2018 – 42 days |
| * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional | | | |



| V. Related Party Transactions | |
|--|---|
| Subject | Compliance status (Yes/No/N.A.) <small>refer note below</small> |
| Whether prior approval of audit committee obtained | Yes |
| Whether shareholder approval obtained for material RPT | There are no material transactions with Related Parties. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |
| Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here. | |
| VI. Affirmations | |
| 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) 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. 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. 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: - | |
|   | |
| Name & Designation : Harish Kamath, Corporate Counsel & Company Secretary Mumbai, October 8, 2018 | |

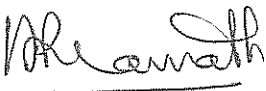
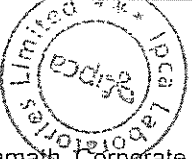
Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

FORMAT TO BE SUBMITTED BY LISTED ENTITY AT THE END OF 6 MONTHS AFTER END OF FINANCIAL YEAR ALONG-WITH SECOND QUARTER REPORT OF NEXT FINANCIAL YEAR

1. Name of Listed Entity: **Ipca Laboratories Limited**

2. Half year ended: **September 30, 2018**

| I Affirmations | | |
|--|--------------------------------------|---|
| Broad heading | Regulation Number | Compliance status (Yes/No/NA) refer note below |
| 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 |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |
| <p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p> | | |
| <p style="text-align: center;">   </p> <p>Name & Designation : Harish Kamath, Corporate Counsel & Company Secretary Mumbai, October 8, 2018</p> | | |