

**THRU ONLINE FILING**

October 7, 2020

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, 2020**

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, 2020.

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, 5<sup>th</sup> Flr, Plot # C/1  
G Block, Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051

**FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS**

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

2. Quarter ending: **September 30, 2020**

Whether the listed entity has a Regular Chairperson								Yes					
Whether Chairperson is related to MD or CEO								Yes					
Title (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non-Executive/independent/ Nominee)	Date of birth	Whether special resolution passed? (Refer Regln 17 (1A) of Listing RegIn	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment in	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)
Mr.	Premchand Godha	Executive / Chairman & Managing Director	08.01.1947	-	-	31.10.1975	01.04.2018	-	-	1	0	1	0
Mr.	A. K. Jain	Executive / Joint Managing Director	05.05.1955	-	-	21.08.1994	21.08.2019	-	-	1	0	1	0
Mr.	Pranay Godha	Executive Director	24.03.1972	-	-	11.11.2008	11.11.2018	-	-	1	0	0	0

: 2 :

Titl e (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non- Executive/ independent/ Nominee)	Date of birth	Whether special resolution passed? (Refer Regln 17 (1A) of Listing Regln	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment in	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 )
Mr.	Prashant Godha	Executive Director	16.11.1974	-	-	28.07.2011	16.08.2016	-	-	1	0	1	0
Mr.	A. T. Kusre	Non-Executive / Independent Director	18.07.1949	NA	NA	21.01.2010	01.04.2019	-	129	1	1	1	1
Mr.	Dev Parkash Yadava	Non-Executive / Independent Director	15.11.1945	Yes	27.03.2019	13.04.2012	01.04.2019	-	102	2	2	3	0
Dr. (Ms)	Manisha Premnath	Non-Executive / Independent Director	22.04.1974	NA	NA	21.09.2014	21.09.2019	-	73	1	1	1	0
Mr.	Kamal Kishore Seth	Non-Executive / Independent Director	12.05.1945	Yes	13.08.2019	29.03.2019	-	-	18	1	1	2	1

\$ 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.

<b>II. Composition of Committees</b>			
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Date of appointment to the Committee</b>	<b>Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &amp;</b>
1. Audit Committee	Mr. Anand T. Kusre*	21.01.2010	Chairman / Non-Executive / Independent Director
	Mr. Dev Parkash Yadava	29.05.2014	Non-Executive / Independent Director
	Mr. Kamal Kishore Seth	01.04.2019	Non-Executive / Independent Director
	Mr. Prashant Godha	31.01.2012	Executive Director
2. Nomination & Remuneration Committee	Mr. Anand T. Kusre*	21.01.2010	Chairman / Non-Executive / Independent Director
	Mr. Dev Parkash Yadava	29.05.2014	Non-Executive / Independent Director
	Mr. Kamal Kishore Seth	01.04.2019	Non-Executive / Independent Director
	Dr. (Ms.) Manisha Premnath	01.04.2019	Non-Executive / Independent Director
3. Risk Management Committee (if applicable)	Mr. A. K. Jain	21.09.2014	Executive / Joint Managing Director
	Mr. Pranay Godha	21.09.2014	Executive Director
	Mr. Prashant Godha	21.09.2014	Executive Director
	Mr. Manish Jain	21.09.2014	Vice President – Business Development
4. Stakeholders Relationship Committee	Mr. Kamal Kishore Seth*	01.04.2019	Chairman / Non-Executive / Independent Director
	Dr. (Ms.) Manisha Premnath	01.04.2019	Non-Executive / Independent Director
	Mr. Premchand Godha	10.05.2001	Executive / Chairman & Managing Director
	Mr. A. K. Jain	29.05.2014	Executive / Joint Managing Director
*Appointed as Chairman of the Committee w.e.f. 1st April 2019.			

: 4 :

5. Corporate Social Responsibility Committee	Mr. Dev Parkash Yadava	22.03.2014	Chairman / Non-Executive / Independent Director
	Mr. Premchand Godha	22.03.2014	Executive / Chairman & Managing Director
	Mr. A. K. Jain	22.03.2014	Executive / Joint Managing Director
	Mr. Prashant Godha	22.03.2014	Executive 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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
June 16, 2020	August 12, 2020	16.06.2020 to 12.08.2020 – 56 days	Yes	8	4
	September 2, 2020	12.08.2020 to 02.09.2020 – 20 days	Yes	8	4

### IV. Meeting of Committees - (Audit Committee)

Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two Consecutive meetings in number of days*	Whether requirement Of Quorum met (details)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
June 16, 2020	August 12, 2020	16.06.2020 to 12.08.2020 – 56 days	Yes	4	3
	September 2, 2020	12.08.2020 to 02.09.2020 – 20 days	Yes	4	3

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/N.A.)</b> refer note below
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
<p><b>Note</b></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>	
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee (applicable to the top 100 listed entities)</li> </ol> <p>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.</p> <p>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.</p> <p>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: -</p>	
<p><b>Name &amp; Designation</b> : Harish Kamath, Corporate Counsel &amp; Company Secretary Mumbai, October 7, 2020</p>	

**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, 2020**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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
Presence of Chairperson of Stakeholders relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></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><b>Name &amp; Designation</b> : Harish Kamath, Corporate Counsel &amp; Company Secretary Mumbai, October 7, 2020</p>		