

**THRU ONLINE FILING**

January 10, 2023

BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 023  
Scrip Code - 524494

National Stock Exchange India Limited,  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra - (East)  
Mumbai 400 051  
Scrip Code: IPCALAB

Dear Sir / Madam,

Re: **Compliance Report on Corporate Governance for the quarter ended  
December 31, 2022**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Compliance Report (Annexure I) on Corporate Governance of the Company for the quarter ended December 31, 2022.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
For Ipca Laboratories Limited

HARISH  
PANDURANG  
KAMATH



Harish P. Kamath  
Corporate Counsel & Company Secretary

Encl: a/a

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: **December 31, 2022**

Whether the listed entity has a Regular Chairperson											Yes							
Whether Chairperson is related to MD or CEO											No							
Title (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non-Executive/independent/ Nominee)	Date of birth	Whether the Director is Disqualified?	Start date of Disqualification	End date of Disqualification	Details of Disqualification	Current status	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.	Premchand Godha	Executive / Chairman & Managing Director	08.01.1947	-	-	-	-	Active	-	-	31.10.1975	01.04.2018	-	-	1	0	1	0
Mr.	A. K. Jain	Executive / Joint Managing Director	05.05.1955	-	-	-	-	Active	-	-	21.08.1994	21.08.2019	-	-	1	0	1	0
Mr.	Pranay Godha	Executive Director	24.03.1972	-	-	-	-	Active	-	-	11.11.2008	11.11.2018	-	-	1	0	0	0

Title (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non-Executive/ independent / Nominee)	Date of birth	Whether the Director is Disqualified?	Start date of Disqualification	End date of Disqualification	Details of Disqualification	Current status	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 Chairpersons 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	-	-	-	-	Active	-	-	28.07.2011	16.08.2021		-	4	0	1	0
Mr.	A. T. Kusre	Non-Executive / Independent Director	18.07.1949	-	-	-	-	Active	NA	NA	21.01.2010	01.04.2019		153	1	1	0	1
Dr. (Mr.)	Narendra Mairpady	Non - Executive / Independent Director	12.07.1954	-	-	-	-	Active	NA	NA	20.10.2022	-		3	5	5	4	2
Dr. (Ms)	Manisha Premnath	Non-Executive / Independent Director	22.04.1974	-	-	-	-	Active	NA	NA	21.09.2014	21.09.2019		97	1	1	1	0
Mr.	Kamal Kishore Seth	Non-Executive / Independent Director	12.05.1945	-	-	-	-	Active	Yes	13.08.2019	29.03.2019	-		42	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>Date of Cessation</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. Kamal Kishore Seth	01.04.2019		Non-Executive / Independent Director
	Mr. Prashant Godha	31.01.2012		Executive Director
	Dr. (Mr.) Narendra Mairpady	20.10.2022		Non-Executive / Independent Director
2. Nomination & Remuneration Committee	Mr. Anand T. Kusre	21.01.2010		Chairman / 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
	Dr. (Mr.) Narendra Mairpady	20.10.2022		Non-Executive / Independent Director
3. Risk Management Committee (if applicable)	Mr. Kamal Kishore Seth	28.05.2021		Chairman / Non-Executive / Independent Director
	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
5. Corporate Social Responsibility Committee	Mr. Kamal Kishore Seth \$	10.08.2022		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						
Sr.	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)	Whether requirement of quorum meet (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.	10.08.2022		Yes	7	7	3
2.	20.10.2022	10.08.2022 - 20.10.2022 = 70 Days	Yes	8	8	4
3.	11.11.2022	20.10.2022 - 11.11.2022 = 21 Days	Yes	8	8	4

IV. Meeting of Committees (Audit Committee)							
Sr.	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)	Whether requirement of quorum meet (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	10.08.2022		Yes	3	3	2	0
2.	11.11.2022	10.08.2022 - 11.11.2022 = 92 Days	Yes	4	4	3	0

V. Meeting of Committees (Nomination and Remuneration Committee)							
Sr.	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)	Whether requirement of quorum meet (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	10.08.2022		Yes	3	3	3	0
2.	20.10.2022	10.08.2022 - 20.10.2022 = 70 Days	Yes	3	3	3	0

<b>VI. Meeting of Committees (Corporate Social Responsibility Committee)</b>							
<b>Sr.</b>	<b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	<b>Whether requirement of quorum meet (yes/No)</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors (All directors including Independent Director)</b>	<b>No. of Independent Directors attending the meeting*</b>	<b>No. of members attending the meeting (other than Board of Directors)</b>
1.	10.08.2022		Yes	4	4	1	0
<b>VII. Meeting of Committees (Stakeholder Relationship Committee)</b>							
<b>Sr.</b>	<b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	<b>Whether requirement of quorum meet (yes/No)</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors (All directors including Independent Director)</b>	<b>No. of Independent Directors attending the meeting*</b>	<b>No. of members attending the meeting (other than Board of Directors)</b>
1.	10.08.2022		Yes	4	4	2	0
<b>VIII. Meeting of Committees (Risk Management Committee)</b>							
<b>Sr.</b>	<b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	<b>Whether requirement of quorum meet (yes/No)</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors (All directors including Independent Director)</b>	<b>No. of Independent Directors attending the meeting*</b>	<b>No. of members attending the meeting (other than Board of Directors)</b>
1.	10.08.2022		Yes	4	4	1	1
2.	11.11.2022	10.08.2022 - 11.11.2022 = 92 Days	Yes	4	4	1	1

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<b>IX. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/N.A.) refer note below</b>
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
<b>Note</b>	
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.	

<b>X. Affirmations</b>	<b>Compliance Status (Y/N)</b>
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	Yes
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.	Yes
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.	Yes
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: -	Yes
Name & Designation : Harish Kamath, Corporate Counsel & Company Secretary Mumbai, January 10, 2023	

**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.