

MAKERS *Makers Laboratories Ltd.*

*Regd. Office : 54-D, Kandivli Indl. Estate, Kandivli (West), Mumbai - 400 067.
CIN: L24230MH1984PLC033389, website: www.makerslabs.com, e-mail: makers@makerslabs.com*

THRU ONLINE FILING

January 8, 2024

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
27th Floor, Dalal Street
Mumbai 400 023
Scrip Code - 506919

Dear Sir / Madam,

Re: Compliance Report on Corporate Governance for the quarter ended December 31, 2023

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Compliance Report (Annexure I, III and IV) on Corporate Governance of the Company for the quarter ended December 31, 2023

Kindly acknowledge receipt of the same.

Thanking you,
For Makers Laboratories Limited



Surbhi Sharma
Company Secretary

Encl: a/a



: 1 :

Annexure I

FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

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

2. Quarter ending: **December 31, 2023**

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	DIN	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 RegIn 17 (1A) of Listing RegIn	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure of Director (in months)	No of Directors hip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directors hip 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 Chairpers on in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Saahil Parikh	00400079	Executive / Wholetime Director / Non Independent Director / CEO	27.01.1975	No	-	-	-	Active	NA	-	11.08.2011	11.08.2023	-	-	1	0	1	0
Mr.	Nilesh Jain	05263110	Executive / Wholetime Director / Non Independent Director	28.04.1975	No				Active	NA	-	13.02.2019	13.02.2022	-	-	2	0	1	0

: 2 :

Title (Mr. / Ms.)	Name of the Director	PAN\$ & DIN	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 Regl n 17 (1A) of Listing Regl n	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 Chairpers on in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Ms.	Dipti Shah	07995542	Non-Executive / Independent Director	24.06.1973	No				Active	NA	-	29.01.2018	29.01.2023	-	71.02	1	1	1	0
Mr.	Raj Kamal Prasad Verma	02166789	Chairman of Board / Non-Executive / Independent Director	22.03.1949	No				Active	Yes	14.08.2023	13.02.2019	-	-	58.18	3	3	2	2
Mr.	Vishal Jain	00137986	Non-Executive / Independent Director	18.02.1976	No				Active	NA	-	04.11.2020		-	37.27	1	1	1	1
Mr.	Prashant Godha	00012759	Non Executive / Non Independent Director	16.11.1974	No				Active	NA	-	04.11.2020		-	-	4	0	1	0

Notes:

\$ 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.

II. Composition of Committees				
Name of Committee	Name of Committee members	Date of appointment to the Committee	Date of Cessation	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ^{&}
1. Audit Committee	Mr. Vishal Jain	04.11.2020	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. R. K. P. Verma	01.04.2019	-	Non-Executive / Independent Director
	Mr. Nilesh Jain	01.04.2019	-	Executive / Wholetime Director
	Ms. Dipti Shah	29.01.2018	-	Non-Executive / Independent Director
2. Nomination & Remuneration Committee	Mr. Vishal Jain	04.11.2020	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. R. K. P. Verma	01.04.2019	-	Non-Executive / Independent Director
	Ms. Dipti Shah	01.04.2019	-	Non-Executive / Independent Director
3. Risk Management Committee (if applicable)	Mr. Vishal Jain	10.06.2021	-	Independent Director / Chairman of the Committee
	Mr. Saahil Parikh	16.04.2015	-	Executive / Wholetime Director / Non Independent Director/ CEO
	Mr. Sandeep Kadam	16.04.2015	-	Manager – Accounts/CFO
	Mr. Nilesh Jain	13.02.2019	-	Executive / Wholetime Director / Non Independent Director
4. Stakeholders Relationship Committee	Mr. R. K. P. Verma	01.04.2019	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. Vishal Jain	04.11.2020	-	Non-Executive / Independent Director
	Mr. Saahil Parikh	30.10.2017	-	Executive / Wholetime Director / CEO
^{&} 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	14 th August, 2023	22.05.2022to 14.08.2023 – 83 days	Yes	6	6	3
2	26 th September, 2023	14.08.2023 to 26.09.2023 – 42 days	Yes	6	5	3
3	7 th November, 2023	26.09.2023 to 07.11.2023 -- 41 days	Yes	6	6	3

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	14 th August, 2023	22.05.2023 to 14.08.2023 – 83 days	Yes	4	4	3	0
2	26 th September, 2023	14.08.2023 to 26.09.2023 – 42 days	Yes	4	4	3	0
3	7 th November, 2023	26.09.2023 to 07.11.2023 -- 41 days	Yes	4	4	3	0

V. Meeting of Committees (Nomination & 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	14 th August, 2023	22.05.2023 to 14.08.2023 – 83 days	Yes	3	3	3	0
VI. Meeting of Committees (Stakeholder Relationship 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	-	-	-	-	-	-	-
VII. Meeting of Committees (Risk Management 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	7 th November, 2023		Yes	3	3	1	1
---	--------------------------------	--	-----	---	---	---	---

VIII. 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	Yes. Approval was obtained in the Annual General Meeting of the Company held on August 14, 2023.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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>	

Details of Cyber Security Incidence

Details of Cyber Security Incidence	
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
Date of the event	Brief details of the event

IX. Affirmations	Compliance Status (Y/N)
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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 1000 listed entities)	Yes
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
<p>Name & Designation : Surbhi Sharma, Company Secretary & Compliance Officer Mumbai: January 8, 2024</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.