

**THRU ONLINE FILING**

October 9, 2017

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

Dear Sir / Madam,

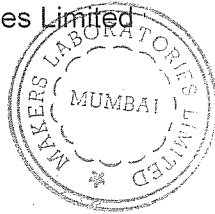
**Re: Compliance Report on Corporate Governance for the quarter and half year ended September 30, 2017**

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, 2017.

Kindly acknowledge receipt of the same.

Thanking you,  
For Makers Laboratories Limited

  
Khyati Dhanani  
Company Secretary



Encl: a/a

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Annexure I

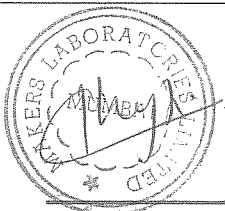
**FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS**1. Name of Listed Entity: **Makers Laboratories Limited**2. Quarter ending: **30<sup>th</sup> September, 2017****I. Composition of Board of Directors**

Title (Mr. / Ms.)	Name of the Director	PAN <sup>s</sup> & 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.	K. C. Jain	AAHPJ1070E & 00021239	Non-Executive / Independent Director	01.04.2014	5 years till 31.03.2019	1	2	2
Mr.	S. V. Loyalka	AAAPL6140L & 00016533	Non-Executive / Independent Director	01.04.2014	5 years till 31.03.2019	1	1	0
Dr. (Mr.)	Rajeshwar Singh	AEFPB3349J & 00347864	Non-Executive / Independent Director	01.04.2014	5 years till 31.03.2019	1	2	0
Mrs.	Purnima Jain	AAGPJ9941F & 00937041	Executive / Wholetime Director / Non Independent Director	30.10.2006	3 years till 29.10.2017	1	1	0
Mr.	Saahil Parikh	AGWPP5355R & 00400079	Executive / Wholetime Director / Non Independent Director	11.08.2011	3 years till 10.08.2020	1	0	0

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

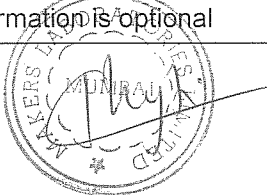
&amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* 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.

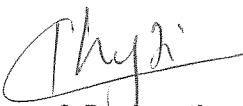



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<b>II. Composition of Committees</b>			
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &amp;</b>	
1. Audit Committee	Mr. K. C. Jain	Non-Executive / Independent Director	
	Mr. S. V. Loyalka	Non-Executive / Independent Director	
	Dr. Rajeshwar Singh	Non-Executive / Independent Director	
2. Nomination & Remuneration Committee	Mr. K. C. Jain	Non-Executive / Independent Director	
	Mr. S. V. Loyalka	Non-Executive / Independent Director	
	Dr. Rajeshwar Singh	Non-Executive / Independent Director	
3. Risk Management Committee (if applicable)	Mr. Saahil Parikh	Executive / Wholetime Director / Non Independent Director	
	Mrs. Purnima Jain	Executive / Wholetime Director / Non Independent Director	
	Mr. Sandeep Kadam	Manager – Accounts	
4. Stakeholders Relationship Committee	Mr. K. C. Jain	Non-Executive / Independent Director	
	Dr. Rajeshwar Singh	Non-Executive / Independent Director	
	Mrs. Purnima Jain	Executive / Wholetime Director / Non Independent 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			
<b>III. Meeting of Board of Directors</b>			
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>	
May 11, 2017	August 10, 2017	11.05.2017 to 10.08.2017 – 90 days	
	September 22, 2017	10.08.2017 to 22.09.2017 – 42 days	
<b>IV. Meeting of Committees - (Audit Committee)</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement Of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two Consecutive meetings in number of days*</b>
August 10, 2017	Requisite Quorum present	May 11, 2017	11.05.2017 to 10.08.2017 – 90 days
September 22, 2017	All committee members present		10.08.2017 to 22.09.2017 – 42 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			



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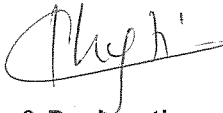
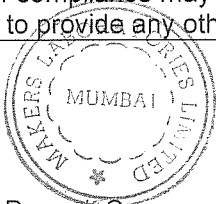
<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes. Approval was obtained in the Annual General Meeting of the Company held on August 9, 2016.
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>VI. Affirmations</b>	
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:	
 	
<b>Name &amp; Designation : Khyati Danani, Company Secretary</b> <b>Mumbai, October 09, 2017</b>	

**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: **Makers Laboratories Limited**
2. Half year ended: **September 30, 2017**

<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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		
  <b>Name &amp; Designation : Khyati Danani, Company Secretary</b> Mumbai, October 9, 2017		