



# Makers Laboratories Ltd.

Regd. Office : 54-D, Kandivli Indl. Estate, Kandivli (West), Mumbai - 400 067.

CIN: L24230MH1984PLC033389, website: [www.makerslabs.com](http://www.makerslabs.com), e-mail: [makers@makerslabs.com](mailto:makers@makerslabs.com)

THRU ONLINE FILING

January 08, 2020

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 ended December 31, 2019

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, 2019.

Kindly acknowledge receipt of the same.

Thanking you,  
For Makers Laboratories Limited

Khyati Damani  
Company Secretary

Encl: a/a

: 1 :

**FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS**1. Name of Listed Entity: **Makers Laboratories Limited**2. Quarter ending: **December 31, 2019**

Title (Mr./ Ms.)	Name of the Director	PAN* & DIN	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 Appoint ment	Date of Re-appoint ment	Date of Cessation	Tenure of Director (in months)	Whether the listed entity has a Regular Chairperson		No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) 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 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)
											Yes	No				
Mr.	Saahil Parikh	AGWPP5355R & 00400079	Executive / Wholetime Director / Non Independent Director	27.01.1975	NA	-	11.08.2011	11.08.2017	-	-	1	0	1	0	1	0
Ms.	Dipti Shah	AACPS7716F & 07995542	Non-Executive / Independent Director	24.06.1973	NA	-	29.01.2018	-	-	23	1	1	1	1	1	0

: 2 :

Mr.	Raj Kamal Prasad Verma	ABHPV6666 R & 02166789	Chairman of Board / Non-Executive / Additional Independent Director	22.03.1949	NA	-	-	11	2	2	2	1
Mr.	Popatlal Mukanchand Kathariya	AAEPK4407 B & 00281395	Non-Executive / Additional Independent Director	21.06.1953	NA	-	-	11	2	2	4	1
Mr.	Nilesh Jain	AACPJ1539 R & 05263110	Additional Executive / Wholetime Director / Non Independent Director	28.04.1975	NA	-	-	-	1	0	1	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.

## II. Composition of Committees

Name of Committee	Name of Committee members	Date of appointment to the Committee	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &
1. Audit Committee	Mr. P. M. Kathariya*	01.04.2019	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. P. M. Kathariya*	01.04.2019	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. Saahil Parikh	16.04.2015	Executive / Wholetime Director / Non Independent Director
	Mr. Sandeep Kadam	16.04.2015	Manager – Accounts/CFO
	Mr. Nilesh Jain	13.02.2019	Executive / Wholetime Director / Non Independent additional Director
4. Stakeholders Relationship Committee	Mr. R. K. P. Verma*	01.04.2019	Chairman of the Committee/Non-Executive / Independent Director
	Mr. P. M. Kathariya	01.04.2019	Non-Executive / Independent Director
	Mr. Saahil Parikh	30.10.2017	Executive / Wholetime Director / CEO
*Appointed as Chairman of the Committee w.e.f. 1st April 2019.			
* 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 Quorum met (Yes/No)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
August 8, 2019	November 6, 2019	23.09.2019 to 06.11.2019 - 43 days	Yes	4	3
September 23, 2019					

*Thy*

IV. Meeting of Committees - (Audit Committee)						
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 (details)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)	
August 8, 2019	November 6, 2019	23.09.2019 to 06.11.2019 - 43 days	Yes	4	3	
September 23, 2019						
* 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.) refer note below					
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 8, 2019.					
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.						

**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 : Khyati Danani, Company Secretary  
Mumbai, January 08, 2020**

**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.