

# THRU ONLINE FILING

April 5, 2017

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

Dear Sir / Madam,

Re: Quarterly and Yearly Compliance Report on Corporate Governance for the quarter and year ended March 31, 2017

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Quarterly (Annexure I) and Yearly Report (Annexure II) on Corporate Governance of the Company for the quarter and year ended March 31, 2017.

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



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#### Annexule

# FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity: Ipca Laboratories Limited

2. Quarter ending: March 31, 2017

Title	Name	PAN <sup>5</sup>	Category	Date of	Тепиге	No of	Number of	No of post of
(Mr. / Ms.)	of the Director	& DIN	(Chairperson /Executive /Non- Executive/ independent/ Nominee)	Appointment in the current term /cessation		Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations	memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations	Chairperson in Audit I Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Premchand Godha	AFDPG6492E & 00012691	Executive / Chairman & Managing Director	31.10.1975	5 years till 31.03.2018	1.	1	0
Mr.	A. K .Jain	AADPJ2602A & 00012657	Executive / Joint Managing Director	21.08.1994	5 years till 20.08.2019	1	1	0
Mr.	Pranay Godha	AEMPG2714F & 00016525	Executive Director	11.11.2008	5 years till 10.11.2018	1	0	0
Mr.	Prashant Godha	AFFPG4317N & 00012759	Executive Director	16.08.2011	5 years till 15.08.2021	. 1.	1	0
Mr.	Babulal Jain	AAFPJ1390K & 00016573	Non- Executive / Independent Director	07.06.1988	5 years till 31.03.2019	1	2	2
Mr.	A. T. Kusre	AACPK9130D & 00818477	Non- Executive / Independent Director	21.01.2010	5 years till 31.03.2019	2	3	2
Mr.	Dev Parkash Yadava	AAAPY0846J & 00778976	Non- Executive / Independent Director	13.04.2012	5 years till 31.03.2019	2	3	1
Dr. (Mr.)	Ramakanta Panda	AAOPP2308N & 01161791	Non- Executive / Independent Director	23.03.2013	5 years till 31.03.2019	1	0	0
Dr. (Ms.)	Manisha Premnath	ALSPM0843J & 05280048	Non- Executive / Independent Director	21.09.2014	5 years till 20.09.2019	1	0	0

<sup>\$</sup> PAN number of any director would not be displayed on the website of Stock Exchange

\* 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.

T25, Kandıvli İndustrial Estate, CTS NO. 328, Kandıvli (West), Mumbal 400 067, India | T: +91 22 6210 5000 F: +91 22 6210 5005 Regd. Office: 48, Kandıvli Industrial Estate, Kandıvli (West), Mumbai 400 067, India | T: +91 22 6647 4444 F: +91 22 2868 6613 E: ipca@ipca.com CIN: L24239MH1949PLC007837

<sup>&</sup>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



Name of Committee		1	members		Category (Chairperson / Executive / Non-Executiv / Independent / Nominee) <sup>&amp;</sup>		
Audit Committee					Chairman / Non-Executive / Independent Director		
		Mr. An	and T. Kusre	Noi	Non-Executive / Independent Director		
		Mr. Dev Parkash Yadava		Noi	Non-Executive / Independent Director		
		Mr. Prashant Godha		Exe	Executive Director		
Nomination & Remuneration     Committee					Chairman / Non-Executive / Independent Director		
		Mr. Anand T. Kusre		Noi	Non-Executive / Independent Director		
		Mr. Dev Parkash Yadava		Noi	Non-Executive / Independent Director		
3. Risk Management Committee (if		Mr. A. K. Jain		Exe	Executive / Joint Managing Director		
applicable)		Mr. Pranay Godha		Exe	Executive Director		
		Mr. Prashant Godha		Exe	Executive Director		
	Mr. Manish Jain		Vic	Vice President – Business Development			
4. Stakeholders Relationship Committee					Chairman / Non-Executive / Independent Director		
		Mr. Premchand Godha		Exe	Executive / Chairman & Managing Director		
		Mr. A.	K. Jain	Exe	ecutive / Joint Managing Director		
category write all categori	es separating th			ninee	. If a director fits into more than one		
II. Meeting of Board of Di	rectors						
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)		
November 11, 2016	February 10, 2017			11.11.2016 to 10.02.2017 - 90 days			
V. Meeting of Committees	s - (Audit Com	mittee)					
Date(s) of meeting of he committee in the relevant quarter  Whether require Of Quorum met (details)			1 1 1 <del>-</del>				
February 10, 2017 All committee members prese		ent	November 11; 2016		11.11.2016 to 10.02.2017 - 90 days		



Ipca Laboratories Ltd.

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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	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				

### Note

- 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

- 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: -

Mamath

Name & Designation: Harish Kamath, Corporate Counsel & Company Secretary Mumbai, April 5, 2017



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.

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# FORMAT TO BE SUBMITTED BY LISTED ENTITY AT THE END OF THE FINANCIAL YEAR (FOR THE WHOLE OF FINANCIAL YEAR)

Terms and conditions of appointment of independent directors  Composition of various committees of board of directors  Code of conduct of board of directors and senior management personnel  Yes  Details of establishment of vigil mechanism / Whistle Blower policy  Yes  Criteria of making payments to non-executive directors  Policy on dealing with related party transactions  Policy for determining 'material' subsidiaries  Policy for determining material' subsidiaries  Polatils of familiarization programmes imparted to independent directors  Yes  Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Yes  Financial results  Yes  Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  Annual Affirmations  Particulars  Regulation Number  Regulation Number  (Yes / No / NA)  Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  Annual Affirmations  Resultion (Yes / No / NA)  Refer note below  Independent of directors  Review of Compliance Reports  17(2)  Yes  Review of Compliance Reports  17(3)  Yes  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Minimum Information  17(7)  Yes  Compliance Certificate  17(8)  Yes  Performance Evaluation of Independent Directors  17(10)  Yes  Composition of Audit Committee	Disclosure on website in terms of Listing Regulations				
Terms and conditions of appointment of independent directors  Composition of various committees of board of directors  Code of conduct of board of directors and senior management personnel  Yes  Details of establishment of vigil mechanism / Whistle Blower policy  Yes  Criteria of making payments to non-executive directors  Policy on dealing with related party transactions  Policy for determining 'material' subsidiaries  Pelicy for determining 'material' subsidiaries  Yes  Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Yes  Financial results  Yes  Shareholding pattern  Petails of agreements entered into with the media companies and/or their associates  Perticulars  Regulation Number  Regulation Number  Particulars  Regulation Number  Compliance status (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1) Yes  Meeting of Board of directors  17(2) Yes  Review of Compliance Reports  17(3) Yes  Plans for orderly succession for appointments  17(4) Yes  Code of Conduct  17(5) Yes  Plans for orderly succession for appointments  17(4) Yes  Code of Conduct  17(5) Yes  Minimum Information  17(7) Yes  Composition of Audit Committee  18(1) Yes  Meeting of Audit Committee  Meeting of Audit Committee  18(1) Yes  Meeting of Audit Committee  18(1) Yes  Meeting of Audit Committee	ltem	(Yes / No / N.A.)			
Composition of various committees of board of directors  Code of conduct of board of directors and senior management personnel  Yes  Details of establishment of vigil mechanism / Whistle Blower policy  Policy on dealing with related party transactions  Policy for determining 'material' subsidiaries  Yes  Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Yes  Email address for grievance redressal and other relevant details  Yes  Shareholding pattern  Petails of agreements entered into with the media companies and/or their associates  N.A.  Annual Affirmations  Particulars  Regulation Number  Regulation Number  (Yes / No / NA)  Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1) Yes  Meeting of Board of directors  17(2) Yes  Review of Compliance Reports  17(3) Yes  Plans for orderly succession for appointments  17(4) Yes  Code of Conduct  17(5) Yes  Personnensation  17(7) Yes  Composition of Audit Committee  17(8) Yes  Meeting of Audit Committee  18(1) Yes  Meeting of Audit Committee  18(1) Yes  Meeting of Audit Committee  18(2) INJUST Laboratories	Details of business		Yes		
Code of conduct of board of directors and senior management personnel Details of establishment of vigil mechanism / Whistle Blower policy Yes Criteria of making payments to non-executive directors Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Policy for determining 'material' subsidiaries Policy for determining material' subsidiaries Policy for determining material' subsidiaries Policy for determining material' subsidiaries Yes Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances Email address for grievance redressal and other relevant details Financial results Shareholding pattern Potalis of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity N.A.  Annual Affirmations  Particulars Regulation Number Compliance status (Yes / No / NA) Refer note below Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Yes Meeting of Board of directors Review of Compliance Reports 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments 17(4) Yes Code of Conduct 17(5) Yes Fees/compensation 17(6) Yes Fees/compensation 17(7) Yes Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Hyga_Laboratories	Terms and conditions of appointment of independent direct	tors	Yes		
Details of establishment of vigil mechanism / Whistle Blower policy  Criteria of making payments to non-executive directors  Policy on dealing with related party transactions  Policy for determining 'material' subsidiaries  Details of familiarization programmes imparted to independent directors  Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Financial results  Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  N.A.  Annual Affirmations  Particulars  Particulars  Regulation Number  Compliance status (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  Ameting of Board of directors  Review of Compliance Reports  Plans for orderly succession for appointments  Tr(2)  Yes  Review of Compliance Reports  Plans for orderly succession for appointments  Tr(4)  Yes  Code of Conduct  Tr(5)  Yes  Fees/compensation  Tr(6)  Yes  Minimum Information  Tr(7)  Yes  Composition of Audit Committee  Tr(8)  Performance Evaluation of Independent Directors  Tr(10)  Resident Composition  Tr(10)  Yes  Resident Composition of Audit Committee  Tr(2)  Tres  Tre	Composition of various committees of board of directors		Yes		
Criteria of making payments to non-executive directors Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Pessonsible for assisting and handling investor grievances Prinancial for assisting and handling investor grievances Parail address for grievance redressal and other relevant details Pessonsiales Particulars Particulars Particulars Particulars Particulars Particulars Regulation Number (Yes / No / NA) Refer note below Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition Pessonsiance Reports Plans for orderly succession for appointments Particulars P	Code of conduct of board of directors and senior management	nent personnel	Yes		
Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Pessonsible for assisting and handling investor grievances Policy for determining and handling investor grievances Policy for determining and handling investor grievances Policy for determining and handling investor grievances Pessonsible for assisting and handling investor grievances Pessons present and handling investor grievance and other relevances Pessons present and handling investor grievances Pessons present and	Details of establishment of vigil mechanism / Whistle Blowe	er policy	Yes		
Policy for determining 'material' subsidiaries  Policy for determining 'material' subsidiaries  Policy for determining 'material' subsidiaries  Potalis of familiarization programmes imparted to independent directors  Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Yes  Financial results  Yes  Shareholding pattern  Pes  Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  N.A.  Annual Affirmations  Particulars  Regulation Number  (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  Particulars  Regulation Number  (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1)  Yes  Meeting of Board of directors  Review of Compliance Reports  17(2)  Yes  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Pess/compensation  17(6)  Yes  Minimum Information  17(7)  Yes  Composition of Audit Committee  Resiting of Audit Committee  Performance Evaluation of Independent Directors  Review of Audit Committee  Resiting of Audit Committee  Residence of Audit Committee  Residence of Audit Committee  Residence of Audit Committee  Residence of Audit Committee	Criteria of making payments to non-executive directors		Yes		
Details of familiarization programmes imparted to independent directors  Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Financial results  Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  N.A.  New name and the old name of the listed entity  N.A.  Particulars  Particulars  Regulation Number  Particulars  Regulation Number  Compliance status (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1)  Yes  Meeting of Board of directors  Review of Compliance Reports  Plans for orderly succession for appointments  17(4)  Code of Conduct  17(5)  Yes  Fees/compensation  17(7)  Yes  Compliance Certificate  17(8)  Yes  Performance Evaluation of Independent Directors  17(10)  Yes  Meeting of Audit Committee	Policy on dealing with related party transactions		Yes		
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Financial results  Yes  Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  N.A.  N.A.  Annual Affirmations  Particulars  Particulars  Regulation Number  (Yes / No / NA)  Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  Meeting of Board of directors  Review of Compliance Reports  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Fees/compensation  17(7)  Yes  Compliance Certificate  17(8)  Yes  Performance Evaluation of Independent Directors  17(10)  Yes  Meeting of Audit Committee  Meeting of Audit Committee	Policy for determining 'material' subsidiaries		Yes		
responsible for assisting and handling investor grievances  Email address for grievance redressal and other relevant details  Yes  Financial results  Yes  Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  N.A.  Annual Affirmations  Particulars  Regulation Number  Regulation (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  Meeting of Board of directors  Review of Compliance Reports  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Fees/compensation  17(7)  Yes  Minimum Information  17(7)  Yes  Risk Assessment & Management  Performance Evaluation of Independent Directors  Meeting of Audit Committee  Meeting of Audit Committee  Meeting of Audit Committee	Details of familiarization programmes imparted to independ	dent directors	Yes		
Financial results  Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  N.A.  Particulars  Particulars  Regulation Number  (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  Meeting of Board of directors  Plans for orderly succession for appointments  Tode of Conduct  Fees/compensation  Tode of Conduct  Fees/compensation  Tode of Certificate  Tode of Cert	Contact information of the designated officials of the listed responsible for assisting and handling investor grievances	entity who are	Yes		
Shareholding pattern  Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  N.A.  Particulars  Particulars  Regulation Number  Particulars  Regulation Number  (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1)  Yes  Meeting of Board of directors  Review of Compliance Reports  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Fees/compensation  17(6)  Yes  Minimum Information  17(7)  Yes  Compliance Certificate  17(8)  Yes  Performance Evaluation of Independent Directors  17(10)  Yes  Composition of Audit Committee  Meeting of Audit Committee  Meeting of Audit Committee	Email address for grievance redressal and other relevant d	etails	Yes		
Details of agreements entered into with the media companies and/or their associates  New name and the old name of the listed entity  N.A.  Annual Affirmations  Particulars  Regulation Number  Particulars  Regulation Number  (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1)  Yes  Meeting of Board of directors  Review of Compliance Reports  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Fees/compensation  17(6)  Yes  Minimum Information  17(7)  Yes  Compliance Certificate  17(8)  Yes  Performance Evaluation of Independent Directors  18(1)  Yes  Meeting of Audit Committee  Meeting of Audit Committee  Meeting of Audit Committee	Financial results	Financial results			
Annual Affirmations  Particulars  Regulation Number  Performance Reports  Review of Conduct  Compliance Reports  Review of Conduct  Code of Conduct  Code of Conduct  Compliance Status  Code of Conduct  Compliance Status  Code of Conduct  Compliance Reports  Code of Conduct  Code of C	Shareholding pattern	Yes			
Annual Affirmations  Particulars  Regulation Number  Regulation (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1)  Yes  Meeting of Board of directors  17(2)  Yes  Review of Compliance Reports  17(3)  Yes  Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Fees/compensation  17(6)  Yes  Minimum Information  17(7)  Yes  Compliance Certificate  17(8)  Yes  Performance Evaluation of Independent Directors  18(1)  Yes  Meeting of Audit Committee  18(2)  Meeting of Audit Committee	Details of agreements entered into with the media compan associates	N.A.			
Particulars  Regulation Number  Compliance status (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition  17(1) Yes  Meeting of Board of directors  17(2) Yes  Review of Compliance Reports  Plans for orderly succession for appointments  17(4) Yes  Code of Conduct  17(5) Yes  Fees/compensation  17(6) Yes  Minimum Information  17(7) Yes  Compliance Certificate  17(8) Yes  Performance Evaluation of Independent Directors  18(1)  Meeting of Audit Committee  18(2)  Meeting of Audit Committee	New name and the old name of the listed entity	N.A.			
Number (Yes / No / NA) Refer note below  Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'  Board composition 17(1) Yes  Meeting of Board of directors 17(2) Yes  Review of Compliance Reports 17(3) Yes  Plans for orderly succession for appointments 17(4) Yes  Code of Conduct 17(5) Yes  Fees/compensation 17(6) Yes  Minimum Information 17(7) Yes  Compliance Certificate 17(8) Yes  Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Pres Laboratories	Annual Affirmations				
specified criteria of 'independence' and/or 'eligibility'  Board composition 17(1) Yes  Meeting of Board of directors 17(2) Yes  Review of Compliance Reports 17(3) Yes  Plans for orderly succession for appointments 17(4) Yes  Code of Conduct 17(5) Yes  Fees/compensation 17(6) Yes  Minimum Information 17(7) Yes  Compliance Certificate 17(8) Yes  Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ivga Laboratories	Particulars		(Yes / No / NA)		
Meeting of Board of directors17(2)YesReview of Compliance Reports17(3)YesPlans for orderly succession for appointments17(4)YesCode of Conduct17(5)YesFees/compensation17(6)YesMinimum Information17(7)YesCompliance Certificate17(8)YesRisk Assessment & Management17(9)YesPerformance Evaluation of Independent Directors17(10)YesComposition of Audit Committee18(1)YesMeeting of Audit Committee18(2)Inca Laboratories	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes		
Review of Compliance Reports  Plans for orderly succession for appointments  Code of Conduct  Fees/compensation  Minimum Information  Compliance Certificate  Risk Assessment & Management  Performance Evaluation of Independent Directors  Composition of Audit Committee  Meeting of Audit Committee  17(3)  Yes  17(4)  Yes  17(5)  Yes  17(6)  Yes  17(7)  Yes  17(8)  Yes  17(9)  Yes  18(1)  Yes  18(2)  Incat Laboratories	Board composition	17(1)	Yes		
Plans for orderly succession for appointments  17(4)  Yes  Code of Conduct  17(5)  Yes  Fees/compensation  17(6)  Yes  Minimum Information  17(7)  Yes  Compliance Certificate  17(8)  Performance Evaluation of Independent Directors  Composition of Audit Committee  Meeting of Audit Committee  18(2)  Yes	Meeting of Board of directors	17(2)	Yes		
Code of Conduct  Fees/compensation  Minimum Information  Compliance Certificate  Risk Assessment & Management  Performance Evaluation of Independent Directors  Composition of Audit Committee  Meeting of Audit Committee  17(5)  Yes  17(7)  Yes  17(8)  Yes  17(9)  Yes  17(10)  Yes  18(1)  Yes  18(2)  Ipga Laboratories	Review of Compliance Reports	17(3)	Yes		
Fees/compensation 17(6) Yes  Minimum Information 17(7) Yes  Compliance Certificate 17(8) Yes  Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ipga Laboratories	Plans for orderly succession for appointments	17(4)	Yes		
Minimum Information 17(7) Yes  Compliance Certificate 17(8) Yes  Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ipga Laboratories	Code of Conduct	17(5)	Yes		
Compliance Certificate 17(8) Yes  Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ipga Laboratories	Fees/compensation	17(6)	Yes		
Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ipca Laboratories	Minimum Information	17(7)	Yes		
Performance Evaluation of Independent Directors 17(10) Yes  Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ipca Laboratories	Compliance Certificate	17(8)	Yes		
Composition of Audit Committee 18(1) Yes  Meeting of Audit Committee 18(2) Ipca Laboratories	Risk Assessment & Management	17(9)	Yes		
Meeting of Audit Committee 18(2) Ipca Laboratories	Performance Evaluation of Independent Directors	17(10)	Yes		
Meeting of Audit Committee 18(2) Ipca Laboratories	Composition of Audit Committee	18(1)			
	Meeting of Audit Committee	18(2)	ipca Laboratories		

Kandivli Industrial Estate, CTS NO. 328, Kandivli (West), Mumbai 400 067, India | T: +91 22 6210 5000 F: +91 22 6210 5005 cd. Office: 48, Kandivli Industrial Estate, Kandivli (West), Mumbai 400 067, India | T: +91 22 6647 4444 F: +91 22 2868 6613 E: ipca@ipca.com CIN: L24239MH1949PLC007837



Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	N.A.
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes

- 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.

# III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

Name & Designation: Harish Kamath, Corporate Counsel & Company Secretary

Mumbai, April 5, 2017