

## CORPORATE GOVERNANCE REPORT

1. NAME OF LISTED ENTITY : **PAR DRUGS AND CHEMICALS LIMITED**

2. QUARTER ENDING : **31-DEC-2022**

**i. Composition Of Board Of Director**

| Title (Mr./Ms) | Name of the Director              | DIN      | PAN | Category (Chairperson /Executive /Non-Executive/Independent/ Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of Birth | Tenure | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations] | Date of passing special resolution | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)] | No of Independent Directorship in listed entities including this listed entity [in reference to provision to regulation 17A (1)] | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company | Remarks |
|----------------|-----------------------------------|----------|-----|---|--------------|-----------------------------|---------------------|---------------|--------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|--|------------------------------------|--|--|---|--|---|---------|
| Mr.            | FALGUN VALLABHBHAI SAVANI         | 00198236 |     | C & ED  | MD           | 26-Feb-1999                 | 26-Nov-2018         | 24-Sep-1974   | 60     | No                                    |                                |                              |                             | NA             |  | 1                                  | 0  | 1  | 0   | AC   |   |         |
| Mr.            | JIGNESH VALLABHBHAI SAVANI        | 00198203 |     | ED  | CEO          | 26-Feb-1999                 | 26-Nov-2018         | 15-Dec-1977   | 60     | No                                    |                                |                              |                             | NA             |  | 1                                  | 0  | 1  | 0   | SC   |   |         |
| Mr.            | GHANSHAYAMBHAI BHAGVANBHAI SAVANI | 03055941 |     | ED  |              | 01-Apr-2012                 | 26-Nov-2018         | 01-Aug-1970   | 60     | No                                    |                                |                              |                             | NA             |  | 1                                  | 0  | 0  | 0   |  |   |         |
| Mr.            | PRAVIN MANJIBHAI BHAYANI          | 08332851 |     | ID  |              | 17-Jan-2019                 | 09-Feb-2019         | 22-Sep-1971   | 60     | No                                    |                                |                              |                             | Yes            | 09-Feb-2019  | 1                                  | 1  | 2  | 2   | AC,SC,NRC  |   |         |
| Mrs.           | KRISHNA MITULBHAI SHAH            | 08317678 |     | ID  |              | 17-Jan-2019                 | 09-Feb-2019         | 22-Jul-1979   | 60     | No                                    |                                |                              |                             | Yes            | 09-Feb-2019  | 1                                  | 1  | 2  | 0   | AC,SC,NRC  |   |         |
| Mrs.           | KAJAL CHINTANBHAI VAGHANI         | 08317641 |     | ID  |              | 17-Jan-2019                 | 09-Feb-2019         | 08-Nov-1979   | 60     | No                                    |                                |                              |                             | Yes            | 09-Feb-2019  | 1                                  | 1  | 1  | 0   | AC   |   |         |
| Mrs.           | BINTAL BHAVESHKUMAR SHAH          | 08893054 |     | ID  |              | 28-Sep-2020                 | 29-Sep-2021         | 18-Dec-1975   | 60     | No                                    |                                |                              |                             | Yes            | 29-Sep-2021  | 1                                  | 1  | 0  | 0   |  |   |         |
| Mrs.           | NAYNA JIGNESH SAVANI              | 00198189 |     | NED   |              | 02-Feb-2018                 | 29-Sep-2021         | 03-Nov-1978   |        | No                                    |                                |                              |                             | NA             |  | 1                                  | 0  | 0  | 0   | NRC  |   |         |

|   |     |
|---|-----|
| Company Remarks                             |     |
| Whether Regular chairperson appointed       | Yes |
| Whether Chairperson is related to MD or CEO | Yes |

**ii. Composition of Committees**

**a. Audit Committee**

| <i>Sr. No.</i> | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|----------------|----------------------------------|-----------------|---------------------------|----------------------------|--------------------------|
| 1              | FALGUN VALLABHBHAI SAVANI        | C & ED          | Member                    | 27-Feb-2019                |                          |
| 2              | PRAVIN MANJIBHAI BHAYANI         | ID              | Chairperson               | 27-Feb-2019                |                          |
| 3              | KRISHNA MITULBHAI SHAH           | ID              | Member                    | 07-Oct-2019                |                          |
| 4              | KAJAL CHINTANBHAI VAGHANI        | ID              | Member                    | 27-Feb-2019                |                          |

|                                       |     |
|---------------------------------------|-----|
| Company Remarks                       |     |
| Whether Regular chairperson appointed | Yes |

**b. Stakeholders Relationship Committee**

| <i>Sr. No.</i> | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|----------------|----------------------------------|-----------------|---------------------------|----------------------------|--------------------------|
| 1              | KRISHNA MITULBHAI SHAH           | ID              | Member                    | 27-Feb-2019                |                          |
| 2              | JIGNESH VALLABHBHAI SAVANI       | ED              | Member                    | 27-Feb-2019                |                          |
| 3              | PRAVIN MANJIBHAI BHAYANI         | ID              | Chairperson               | 27-Feb-2019                |                          |

|                                       |     |
|---------------------------------------|-----|
| Company Remarks                       |     |
| Whether Regular chairperson appointed | Yes |

**c. Risk Management Committee**

| <i>Sr. No.</i>                        | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|---------------------------------------|----------------------------------|-----------------|---------------------------|----------------------------|--------------------------|
| Company Remarks                       |                                  |                 |                           |                            |                          |
| Whether Regular chairperson appointed |                                  | No              |                           |                            |                          |

**d. Nomination and Remuneration Committee**

| <i>Sr. No.</i>                        | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|---------------------------------------|----------------------------------|-----------------|---------------------------|----------------------------|--------------------------|
| 1                                     | PRAVIN MANJIBHAI BHAYANI         | ID              | Chairperson               | 27-Feb-2019                |                          |
| 2                                     | KRISHNA MITULBHAI SHAH           | ID              | Member                    | 27-Feb-2019                |                          |
| 3                                     | NAYNA JIGNESH SAVANI             | NED             | Member                    | 27-Feb-2019                |                          |
| Company Remarks                       |                                  |                 |                           |                            |                          |
| Whether Regular chairperson appointed |                                  | Yes             |                           |                            |                          |

**iii. Meeting of Board of Directors**

| <b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b> | <b>Whether requirement of Quorum met (Yes/No)</b> | <b>Total Number of Directors as on date of the meeting</b> | <b>Number of Directors present (All directors including Independent Director)</b> | <b>No. of Independent Directors attending the meeting</b> |
|--|---|--|---|---|
| 28-Jul-2022  | Yes   | 8  | 8   | 4   |
| 09-Nov-2022  | Yes   | 8  | 8   | 4   |
| Company Remarks  |   |  |   |   |
| Maximum gap between any two consecutive (in number of days)  |   | 103  |   |   |

iv. **Meeting of Committees**

| Name of the Committee               | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors present (All directors including Independent Director) | Number of Independent directors attending the meeting | Number of Members attending the Meeting (Other than Board of Directors) |
|-------------------------------------|---|--|--|--|---|---|
| Audit Committee                     | 27-Jul-2022   | Yes  | 4  | 4  | 3   | 0   |
| Stakeholders Relationship Committee | 27-Jul-2022   | Yes  | 3  | 3  | 2   | 0   |
| Nomination & Remuneration Committee | 27-Jul-2022   | Yes  | 3  | 3  | 2   | 0   |
| Audit Committee                     | 09-Nov-2022   | Yes  | 4  | 4  | 3   | 0   |

|  |     |
|--|-----|
| Company Remarks  |     |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 104 |

v. **Related Party Transactions**

| <i>Subject</i>   | <i>Compliance status (Yes/No/NA)</i> | <i>Remark</i> |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained   | Not Applicable                       |               |
| Whether shareholder approval obtained for material RPT   | Not Applicable                       |               |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Not Applicable                       |               |

|  |  |
|--|--|
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions |  |
|--|--|

**VI. Affirmations**

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 - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities) - **Not applicable**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

**No Comments**

**Name** : **Mr. Falgun V. Savani**  
**Designation** : **Managing Director**  
**Date** : **12/01/2023**  
**Place** : **Vadodara**