# **CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity - Par Drugs And Chemicals Limited

2. Quarter ending - **31-Dec-2021** 

## i. Composition Of Board Of Director

| Name of the Director | Cate   | S   | Initial   | Date of  | Date   | Tenur  | Date  | Whether  | Date   | No. of  | No of   | No of  | No of  | Membershi  | Remarks  |
|----------------------|--------|---|---|--|--|--|---|--|--|---|---|--|--|--|--|
|                      | gory   | u   | Date of   | Appointment  | of   | e  | of  | special  | of   | Direct  | Independent   | members  | post of  | p in   |  |
|                      | (Cha   | b   | Appoint   |  | cessa  |  | Birth   | resolutio  | passin   | orship  | Directorship in   | hips in  | Chairpers  | Committees   |  |
|                      | irper  | С   | ment  |  | tion   |  |   | n  | g  | in  | listed entities   | Audit/   | on in  | of the   |  |
|                      | son    | а   |   |  |  |  |   | passed?  | specia   | listed  | including this  | Stakehol   | Audit/   | Company  |  |
|                      | /Exec  | t   |   |  |  |  |   |  | I  | entiti  | listed entity   | der  | Stakehol   |  |  |
|                      | utive/ | е   |   |  |  |  |   |  | resolu   | es  |   | Committ  | der  |  |  |
|                      | Non-   | g   |   |  |  |  |   |  | tion   |   |   | ee(s)  | Committ  |  |  |
|                      |        | 0   |   |  |  |  |   |  |  |   |   |  |  |  |  |
|                      |        | r   |   |  |  |  |   |  |  |   |   |  |  |  |  |
|                      |        | У   |   |  |  |  |   |  |  |   |   |  |  |  |  |
|                      |        |   |   |  |  |  |   |  |  | entity  |   | entity   |  |  |  |
|                      |        |   |   |  |  |  |   |  |  |   |   |  |  |  |  |
|                      |        |   |   |  |  |  |   |  |  |   |   |  |  |  |  |
|                      | nee)   |   |   |  |  |  |   |  |  |   |   |  | entity   |  |  |
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|                      |        | gory<br>(Cha<br>irper<br>son<br>/Exec<br>utive/ | gory u (Cha b irper C son a /Exec t utive/ e Non- g Execu o tive/ r Indep y ende nt/ Nomi | gory (Cha b Appoint irper C ment son a /Exec t utive/ e Non- g Execu o tive/ r Indep y ende nt/ Nomi | gory u Date of Appointment  (Cha b Appoint irper C ment  son a /Exec t utive/ e Non- g Execu o tive/ r Indep y ende nt/ Nomi | gory u Date of Appoint of cessa irper C ment son a /Exec t utive/ e Non- g Execu o tive/ r Indep y ende nt/ Nomi | gory u Date of Appointment of cessa tion    Gamma | gory (Cha b Appoint irper C ment son a /Exec t utive/ e Non- g Execu o tive/ r Indep y ende nt/ Nomi | gory (Cha b Appoint irper C ment son a /Exec t utive/ e Non- g Execu o tive/ r Indep ende nt/ Nomi | gory (Cha b Appoint irper C ment Son a /Exec t utive/ e Non-Execu o tive/ r Indep ende nt/ Nomi | gory (Cha b Appoint irper C ment of cessa tion n passed? I entition including this listed ende nt/ Nomi | gory (Cha b Appoint irper C ment Son a /Exec t utive/ e Non- Execu t Indep ende tive/ r Indep ende e nt/ Nomi   No | gory (Cha b Appoint irper C ment Son a /Exec utive/ Pascu tive/ Independent tive/ Independent tive/ Independent tive/ Independent tive/ Independent tive/ Pascu ti | gory (Cha b Appoint irper C ment son a /Exec t titive/ resculuse/ Independent titive/ resolution resolution resolution resolution in including tive/ resolution resol | gory (Cha b Appoint irper C ment son a (Execu tutive) r Indep of tive/ n I |

| Mr. | FALGUN<br>VALLABHBHAI<br>SAVANI         | C &<br>ED |             | 26-Feb-<br>1999 | 26-Nov-2018 | 60 | 24-<br>Sep-<br>1974 | NA | 1 | 0 | 1 | 0 | AC |  |
|-----|---|-----------|-------------|-----------------|-------------|----|---------------------|----|---|---|---|---|----|--|
| Mr. | JIGNESH<br>VALLABHBHAI<br>SAVANI        | ED        | C<br>E<br>O | 26-Feb-<br>1999 | 26-Nov-2018 | 60 | 15-<br>Dec-<br>1977 | NA | 1 | 0 | 1 | 0 | SC |  |
| Mr. | GHANSHAYAMBHAI<br>BHAGVANBHAI<br>SAVANI | ED        |             | 01-Apr-<br>2012 | 26-Nov-2018 | 60 | 01-<br>Aug-<br>1970 | NA | 1 | 0 | 0 | 0 |    |  |

| Mr.  | PRAVIN MANJIBHAI<br>BHAYANI    | ID | 17-Jan-<br>2019 | 09-Feb-2019 | 60 | 22-<br>Sep-<br>1971 | Yes | 09-<br>Feb-<br>2019 | 1 | 1 | 2 | 2 | AC,SC,NRC |  |
|------|--------------------------------|----|-----------------|-------------|----|---------------------|-----|---------------------|---|---|---|---|-----------|--|
| Mrs. | KRISHNA MITULBHAI<br>SHAH      | ID | 17-Jan-<br>2019 | 09-Feb-2019 | 60 | 22-<br>Jul-<br>1979 | Yes | 09-<br>Feb-<br>2019 | 1 | 1 | 2 | 0 | AC,SC,NRC |  |
| Mrs. | KAJAL CHINTANBHAI<br>VAGHANI   | ID | 17-Jan-<br>2019 | 09-Feb-2019 | 60 | 08-<br>Nov-<br>1979 | Yes | 09-<br>Feb-<br>2019 | 1 | 1 | 1 | 0 | AC        |  |
| Mrs. | BINTAL<br>BHAVESHKUMAR<br>SHAH | ID | 28-Sep-<br>2020 | 29-Sep-2021 | 60 | 18-<br>Dec-<br>1975 | Yes | 29-<br>Sep-<br>2021 | 1 | 1 | 0 | 0 |           |  |

| Mrs. | NAYNA JIGNESH | NED | 02-Feb- | 29-Sep-2021 |  | 03-  | NA | 1 | 0 | 0 | 0 | NRC |  |
|------|---------------|-----|---------|-------------|--|------|----|---|---|---|---|-----|--|
|      | SAVANI        |     | 2018    |             |  | Nov- |    |   |   |   |   |     |  |
|      |               |     |         |             |  | 1978 |    |   |   |   |   |     |  |
|      |               |     |         |             |  |      |    |   |   |   |   |     |  |
|      |               |     |         |             |  |      |    |   |   |   |   |     |  |
|      |               |     |         |             |  |      |    |   |   |   |   |     |  |
|      |               |     |         |             |  |      |    |   |   |   |   |     |  |
|      |               |     |         |             |  |      |    |   |   |   |   |     |  |
|      |               |     |         |             |  |      |    |   |   |   |   |     |  |

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

Note: In the column for sub-category, ID stands for Independent Director; NED for Non-Executive Director; ED for Executive Director; MD for Managing Director and CEO for Chief Executive Officer.

# ii. Composition of Committees

## a. Audit Committee

| Sr. No. | Name of the Director      | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|---------------------------|----------|------------------------|------------------|----------------|
| 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 Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director       | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------------|----------|------------------------|------------------|----------------|
| 1       | JIGNESH VALLABHBHAI SAVANI | ED       | Member                 | 27-Feb-2019      |                |
| 2       | PRAVIN MANJIBHAI BHAYANI   | ID       | Chairperson            | 27-Feb-2019      |                |
| 3       | KRISHNA MITULBHAI SHAH     | ID       | Member                 | 27-Feb-2019      |                |

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

## c. Risk Management Committee: Not Applicable

| Sr. No.                                 | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---|----------------------|----------|------------------------|------------------|----------------|
|   |                      |          |                        |                  |                |
| Company Rem                             | arks                 |          |                        |                  |                |
| Whether Permanent chairperson appointed |                      |          |                        |                  |                |

## d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director     | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|--------------------------|----------|------------------------|------------------|----------------|
| 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 Permanent chairperson appointed | Yes |

# 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 | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 24-Aug-2021   | 09-Nov-2021   | Yes                               | 7                           | 3                                       |
|   |   |                                   |                             |   |

| Company Remarks                                    |    |
|--|----|
| Maximum gap between any two consecutive (in number | 76 |
| of days)   |    |

# iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-----------------------|--|---|--|-----------------------------|---|
| Audit Committee       | 23-Aug-2021  | 09-Nov-2021   | Yes  | 4                           | 3                                       |

| Company Remarks  |    |
|--|----|
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 77 |

#### v. Related Party Transactions

| Subject  | Compliance status (Yes/No/NA) | Remark |
|--|-------------------------------|--------|
| 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 100 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:

Name : Sanket B. Trivedi

Designation : Company Secretary & Compliance Officer