

**Corporate Governance: Quarter ending: September 2022**

**ANNEXURE I**

1. Name of Listed Entity - **GLENMARK PHARMACEUTICALS LIMITED**  
 2. Quarter ending - **30-SEPTEMBER-2022**

I. Composition of Board of Directors														
Title (Mr. / Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/Nominee)	Date Of Birth	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulation]	Date of passing Special Resolution	Initial Date of Appointment	Date Of Reappointment	Date of Resignation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/stakeholder committee held in listed entity including this listed entity
Mrs	Blanche E Saldanha	00007671	NED	04-07-1940	Yes	24-09-2021	14-08-2009	24-09-2021		-	1	0	0	0
Mr	Glenn Saldanha	00050607	C & ED	26-11-1969	NA	-	12-10-1998	16-05-2022		-	2	0	0	0
Mrs	Cherylann Pinto	00111844	ED	16-01-1967	NA	-	16-05-2007	16-05-2022		-	1	0	1	0
Mr	Rajesh V Desai	00007960	ID	14-07-1958	NA	-	16-05-2002	26-06-2020		27	1	1	1	1
Mr	V.S. Mani	01082878	ED	20-10-1964	NA	-	29-05-2018	27-09-2022		-	2	0	1	0
Mr	Sridhar Gorthi	00035824	ID	31-07-1972	NA	-	26-04-2005	01-04-2019		209	4	4	4	1
Mr	Devendra Raj Mehta	01067895	ID	25-06-1937	Yes	28-09-2018	14-08-2009	01-04-2019		158	4	4	4	2
Mr	Dr. Brian W Tempest	00101235	ID	13-06-1947	Yes	28-09-2018	30-01-2012	01-04-2019		128	1	1	0	0
Mr	Bernard H Munos	05198283	ID	29-05-1950	NA	-	30-01-2012	01-04-2019		128	1	1	0	0
Mrs	Sona Saira Ramasastry	08398547	ID	28-10-1975	NA	-	01-04-2019	01-04-2019		42	1	1	1	0
Mr	Dipankar Bhattacharjee	08770548	ID	02-11-1960	NA	-	14-08-2020	14-08-2020		26	1	1	0	0

## II. Composition of Committees

<b>Audit Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/ Membership</i>	<i>Date of Appointment</i>	<i>Date of Resignation</i>
1	Mr. Rajesh V. Desai	ID	Chairperson	13-08-2019	NA
2	Mr. Sridhar Gorthi	ID	Member	26-04-2005	NA
3	Mr. Devendra Raj Mehta	ID	Member	06-11-2020	NA
<b>Stakeholders Relationship Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/ Membership</i>	<i>Date of Appointment</i>	<i>Date of Resignation</i>
1	Mr. Devendra Raj Mehta	ID	Chairperson	06-04-2015	NA
2	Mrs. Cherylann Pinto	ED	Member	27-01-2009	NA
3	Mrs. Sona Saira Ramasastry	ID	Member	26-06-2020	NA
<b>Risk Management Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/ Membership</i>	<i>Date of Appointment</i>	<i>Date of Resignation</i>
1	Mr. Glenn Saldanha	C & ED	Chairperson	30-10-2014	NA
2	Mr. Rajesh V Desai	ID	Member	30-10-2014	NA
3	Mr. Devendra Raj Mehta	ID	Member	06-04-2015	NA
4	Mr. V.S. Mani	ED	Member	14-02-2019	NA
<b>Nomination and Remuneration Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/ Membership</i>	<i>Date of Appointment</i>	<i>Date of Resignation</i>
1	Mr. Sridhar Gorthi	ID	Chairperson	23-01-2007	NA
2	Mr. Glenn Saldanha	ED	Member	31-12-1999	NA
3	Mr. Devendra Raj Mehta	ID	Member	06-04-2015	NA

<b>Corporate Social Responsibility Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/ Membership</i>	<i>Date of Appointment</i>	<i>Date of Resignation</i>
1	Cherylann Pinto	ED	Chairperson	07-05-2013	NA
2	Sridhar Gorthi	ID	Member	07-05-2013	NA
3	Rajesh V. Desai	ID	Member	24-07-2014	NA

### III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
07-04-2022		49
27-05-2022	10-08-2022	74

### IV. Meeting of Committees

<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>
Audit Committee	09-08-2022	Yes	26-05-2022
Nomination and Remuneration Committee	10-08-2022	Yes	07-04-2022 26-05-2022
Stakeholders Relationship Committee	09-08-2022	Yes	27-05-2022
Risk Management Committee	10-08-2022	Yes	26-05-2022

CSR Committee	08-08-2022	Yes	23-05-2022
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<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

#### **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 500 listed entities) – **Yes**
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

**VII. Half Yearly Affirmations:**

1.	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	Yes
2.	Presence of Chairperson of Audit Committee at the Annual General Meeting	Yes
3.	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	No <sup>#</sup>
4.	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	Yes
5.	Whether "Corporate Governance Report" disclosed in Annual Report	Yes

#The Chairman of the Nomination and Remuneration Committee was travelling, consequent to which he could not attend the Annual General Meeting and requested for Leave of Absence. The other two members, authorised by the Chairman of the Nomination and Remuneration Committee were present at the Annual General Meeting to address shareholder's query, if any.

**VIII. Additional Half Yearly Disclosure: NOT APPLICABLE**

<b>I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below</b>		
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:</b>		
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	Not Applicable	
Promoter Group or any other entity controlled by them		
Directors (including relatives or any other entity controlled by them)		
KMPs or any other entity controlled by them		

<b>(B) Any guarantee/comfort letter ( by whatever name called) provided by the listed entity directly or indirectly, in connection with Any loan(s) or any other form of debt</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them		Not Applicable	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them		Not Applicable	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**II. Affirmations:**

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. - Not Applicable

Sd/-

**Name** : Harish Kuber  
**Designation** : **Company Secretary & Compliance Officer**