

## Integrated Governance Report

Quarter ending: June 2025

### ANNEXURE I

1. Name of Listed Entity     **- GLENMARK PHARMACEUTICALS LIMITED**

2. Quarter ending             **- 30-JUNE-2025**

#### I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	DIN	Catego ry (Chairp erson/ Executi ve/ Non- Executi ve/ Independ ent/Nom inee)	Date of Birth	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulation]	Date of passing Special Resolution	Initial Date of Appoint- ment	Date Of Reappointme nt	Date of Cessation	Tenure of directo r (in month s)	No of Direc torsh ip in liste d enti ties inclu ding this liste d entit y	No of Independ ent Directors hip in listed entities including this listed entity	No of members hips in Audit/ Stakehol der Committe e(s) including this listed entity	No of post of Chairpers on in Audit/sta keholder committ ee held in listed entity including this listed entity
Mrs	Blanche E Saldanha	00007671	NED	04-07-1940	Yes	29-09-2023	14-08-2009	29-09-2023		-	1	0	0	0
Mr	Glenn Saldanha	00050607	C & ED	26-11-1969	NA	-	12-10-1998	16-05-2022		-	1	0	0	0
Mrs	Cherylann Pinto	00111844	ED	16-01-1967	NA	-	16-05-2007	16-05-2022		-	1	0	1	0
Mr.	Anurag Mantri*	05326463	ED	16-12-1971	NA	-	27-05-2025	27-05-2025		-	1	0	1	0
Mr	Rajesh V Desai**	00007960	ID	14-07-1958	NA	-	16-05-2002	26-06-2020	25-06-2025	59.25	1	1	3	2
Mr	V.S. Mani***	01082878	ED	20-10-1964	NA	-	29-05-2018	29-05-2023	26-05-2025	-	1	0	0	0
Mrs	Sona Saira Ramasastry	08398547	ID	28-10-1975	NA	-	01-04-2019	01-04-2024		75	1	1	2	0
Mr	Dipankar Bhattacharjee	08770548	ID	02-11-1960	NA	-	14-08-2020			59	1	1	0	0
Mrs	Vijayalakshmi Rajaram Iyer	05242960	ID	01-06-1955	NA	-	10-02-2023	10-02-2023		29	5	5	10	4
Mr.	Pradeep Kumar Sinha	00145126	ID	18-07-1955	NA	-	14-02-2025	14-02-2025		5	2	2	0	0

*\*The Board, on the recommendation of the Nomination & Remuneration Committee, had appointed Mr. Anurag Mantri, as an Additional Director (Whole-Time Director, designated as Executive Director) and Global Chief Financial Officer of the Company with effect from 27 May 2025, subject to the approval of the Shareholders.*

*\*\*Mr. V.S. Mani, Executive Director & Global Chief Financial Officer of the Company had conveyed his decision to opt for early retirement and had decided to step down from the position of Executive Director and Global Chief Financial Officer with effect from close of May 26, 2025.*

*\*\*\*The special resolution proposed for the re-appointment of Mr. Rajesh Desai was not approved by the Shareholders through postal ballot on 25 April 2025, with requisite majority. Consequently, Mr. Rajesh Desai has ceased to be an Independent Director of the Company with effect from 25 June 2025.*

## II. Composition of Committees

<b>Audit Committee</b>					
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Mrs. Vijayalakshmi Rajaram Iyer	ID	Chairperson	10-02-2023	NA
2	Mrs. Sona Saira Ramasastry	ID	Member	01-04-2024	NA
3	Mr. Dipankar Bhattacharjee	ID	Member	26-06-2025	NA
4	Mr. Rajesh Desai	ID	Member	15-02-2025	25-06-2025
<b>Stakeholders Relationship Committee</b>					
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Mrs. Sona Saira Ramasastry	ID	Chairperson	26-06-2020	NA
2	Mrs. Cherylann Pinto	ED	Member	27-01-2009	NA
3	Mr. Anurag Mantri	ED	Member	26-06-2025	NA
4	Mr. Rajesh Desai	ID	Chairperson	01-04-2024	25-06-2025
<b>Risk Management Committee</b>					
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Mr. Dipankar Bhattacharjee	ID	Chairperson	01-04-2024	NA
2	Mr. Glenn Saldanha	C & ED	Member	30-10-2014	NA
3	Mr. Anurag Mantri	ED	Member	26-06-2025	NA
4	Mr. V.S. Mani	ED	Member	14-02-2019	26-05-2025
5	Mr. Rajesh Desai	ID	Member	30-10-2014	25-06-2025
<b>Nomination and Remuneration Committee</b>					
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Mr. Dipankar Bhattacharjee	ID	Chairperson	01-04-2024	NA
2	Mr. Glenn Saldanha	ED	Member	31-12-1999	NA
3	Mrs. Vijayalakshmi Iyer	ID	Member	01-04-2024	NA
<b>Corporate Social Responsibility Committee</b>					
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Mrs. Cherylann Pinto	ED	Chairperson	07-05-2013	NA
2	Mrs. Vijayalakshmi Iyer	ID	Member	01-04-2024	NA
3	Mr. Pradeep Kumar Sinha	ID	Member	15-02-2025	NA
4	Mr. Rajesh Desai	ID	Member	24-07-2014	25-06-2025

### 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>
14-02-2025	23-05-2025	97

### 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	22-05-2025	Yes	13-02-2025
Nomination and Remuneration Committee	22-05-2025	Yes	13-02-2025
Stakeholders Relationship Committee	21-05-2025	Yes	13-02-2025
Risk Management Committee	22-05-2025	Yes	14-02-2025
CSR Committee	21-05-2025	Yes	13-02-2025

### V. 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) – **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 – **NA**

## VI. Details of Cyber Security Incidence

Details of Cyber Security Incidence			
Whether as per Regulation 27(2)ba of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event	Not Applicable	Brief details of the event	Not Applicable

## Investor Grievance Details

Investor Grievance Details	
No. of Investor Complaints pending at the beginning of the Quarter	00
No. of Investor Complaints received during the Quarter	00
No. of Investor Complaints disposed off during the Quarter	00
No. of Investor Complaints those remaining unresolved at the end of the Quarter	00

## Disclosure of Updates to Ongoing Tax Litigations or Disputes

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Joint Commissioner of CGST & CX Palghar, Maharashtra	04-02-2025	Order passed under relevant provisions of the Central Goods and Services Tax Act, 2017 for the period 2017-18 to 2021-22 raising following demand:	Ongoing

			1. Rs.57,69,73,678/- on account of excess IGST Refund claimed on CIF value instead of FOB value; 2. Appropriating Rs.5,85,79,174/- already paid by company on account of surrender of IGST refunds towards non realization of export proceed. 3. Applicable interest on the above amounts; 4. Rs.63,55,52,852/- towards penalty equivalent to the above tax amounts.	
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**Name** : Sd/-  
**Designation** : **Harish Kuber**  
**Company Secretary & Compliance Officer**