

Corporate Governance: Quarter ending: September 2020

ANNEXURE I

1. Name of Listed Entity - **Glenmark Pharmaceuticals Limited**

2. Quarter ending - **30-SEPTEMBER-2020**

| I. Composition of Board of Directors | | | | | | | | | | | | | | |
|--------------------------------------|------------------------|----------|---|---------------|--|------------------------------------|-----------------------------|-----------------------|---------------------|--------------------------------|--|--|--|--|
| Title (Mr. / Ms) | Name of the Director | DIN | Category (Chair person / 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 Chairpersons in Audit/stakeholder committee held in listed entity including this listed entity |
| Mrs | Blanche E Saldanha | 00007671 | NED | 04-07-1940 | Yes | 28-09-2018 | 14-08-2009 | - | - | - | 1 | 0 | 0 | 0 |
| Mr | Glenn Saldanha | 00050607 | C & ED | 26-11-1969 | NA | - | 12-10-1998 | 16-05-2017 | - | - | 1 | 0 | 0 | 0 |
| Mrs | Cherylann Pinto | 00111844 | ED | 16-01-1967 | NA | - | 16-05-2007 | 16-05-2017 | - | - | 1 | 0 | 1 | 0 |
| Mr | Rajesh V Desai | 00007960 | ID | 14-07-1958 | NA | - | 16-05-2002 | 26-06-2020 | - | 3 | 1 | 1 | 1 | 1 |
| Mr | V.S. Mani | 01082878 | ED | 20-10-1964 | NA | - | 29-05-2018 | - | - | - | 1 | 0 | 0 | 0 |
| Mr | Sridhar Gorthi | 00035824 | ID | 31-07-1972 | NA | - | 26-04-2005 | 01-04-2019 | - | 18 | 2 | 2 | 2 | 1 |
| Mr | Devendra Raj Mehta | 01067895 | ID | 25-06-1937 | Yes | 28-09-2018 | 14-08-2009 | 01-04-2019 | - | 18 | 4 | 4 | 3 | 2 |
| Mr | Dr. Brian W Tempest | 00101235 | ID | 13-06-1947 | Yes | 28-09-2018 | 30-01-2012 | 01-04-2019 | - | 18 | 1 | 1 | 0 | 0 |
| Mr | Bernard H Munos | 05198283 | ID | 29-05-1950 | NA | - | 30-01-2012 | 01-04-2019 | - | 18 | 1 | 1 | 0 | 0 |
| Mr | Milind Sarwate | 00109854 | ID | 23-09-1959 | NA | - | 29-10-2015 | - | - | 59 | 6 | 6 | 10 | 5 |
| Mrs | Sona Saira Ramasastry | 08398547 | ID | 28-10-1975 | NA | - | 01-04-2019 | - | - | 15 | 1 | 1 | 1 | 0 |
| Mr | Dipankar Bhattacharjee | 08770548 | ID | 02-11-1960 | NA | - | 14-08-2020 | - | - | 2 | 1 | 1 | 0 | 0 |

II. Composition of Committees

| Audit Committee | | | | | |
|--|-----------------------------|-----------------|------------------------------------|--------------------------------|--------------------------------|
| <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. Milind Sarwate | ID | Member | 29-10-2015 | NA |
| Stakeholders Relationship Committee | | | | | |
| <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 |
| Risk Management Committee | | | | | |
| <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 |
| Nomination and Remuneration Committee | | | | | |
| <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 |
| 4 | Mr. Milind Sarwate | ID | Member | 29-10-2015 | NA |

| Corporate Social Responsibility Committee | | | | | |
|--|-----------------------------|-----------------|------------------------------------|--------------------------------|--------------------------------|
| <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> |
|--|--|--|
| 26-06-2020 | 14-08-2020 | 48 |

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 | 13-08-2020 | Yes | 25-June-2020 |
| Nomination and Remuneration Committee | 14-08-2020 | Yes | 26-June-2020 |
| Stakeholders Relationship Committee | 13-08-2020 | Yes | 26-June-2020 |
| Risk Management Committee | 13-08-2020 | Yes | 26-June-2020 |
| CSR Committee | 13-08-2020 | Yes | 25-June-2020 |

| V. Related Party Transactions | |
|--|--------------------------------------|
| <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 100 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 | Yes |
| 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 |

Sd/-

Name : Harish Kuber
Designation : **Company Secretary & Compliance Office**
Date : **14.10.2020**