



THRU ONLINE FILING

October 7, 2020

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
27th Floor, Dalal Street
Mumbai 400 023

Dear Sir / Madam,

**Re: Compliance Report on Corporate Governance for the quarter and half year ended
September 30, 2020**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Compliance Report (Annexure I and Annexure III) on Corporate Governance of the Company for the quarter and half year ended September 30, 2020.

Kindly acknowledge receipt of the same.

Thanking you,
For Makers Laboratories Limited

Khyati Danani
Company Secretary

Encl: a/a



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Annexure I

FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity: **Makers Laboratories Limited**

2. Quarter ending: **September 30, 2020**

Whether the listed entity has a Regular Chairperson										Yes			
Whether Chairperson is related to MD or CEO										No			
Title (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non-Executive/ independent/ Nominee)	Date of birth	Whether special resolution passed? (Refer RegIn 17 (1A) of Listing RegIn	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Saahil Parikh	Executive / Wholetime Director / Non Independent Director	27.01.1975	NA	-	11.08.2011	11.08.2017	-	-	1	0	1	0
Ms.	Dipti Shah	Non-Executive / Independent Director	24.06.1973	NA	-	29.01.2018	-	-	32	1	1	1	0

Mr.	Raj Kamal Prasad Verma	Chairman of Board / Non-Executive / Independent Director	22.03.1949	NA	-	13.02.2019	-	-	20	2	2	2	1
Mr.	Popatlal Mukanchand Kathariya	Non-Executive / Independent Director	21.06.1953	NA	-	13.02.2019	-	24.09.2020 @@	20	2	2	4	1
Mr.	Nilesh Jain	Executive / Wholetime Director / Non Independent Director	28.04.1975	NA	-	13.02.2019	-	-	-	1	0	1	0

\$ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

@@ Mr. Popatlal Mukanchand Kathariya resigned from the Board of the Company due to his professional pre-occupation as well as personal reasons with effect from 24th September, 2020. The vacancy caused by his resignation as an Independent Director will be filled by the Company within the stipulated time provided under Regulation 25(6) of SEBI (LODR) Regulations, 2015.

II. Composition of Committees				
Name of Committee	Name of Committee members	Date of appointment to the Committee	Date of Cessation	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &
1. Audit Committee	Mr. P. M. Kathariya*	01.04.2019	24.09.2020@@	Chairman of the Committee/Non-Executive / Independent Director
	Mr. R. K. P. Verma	01.04.2019	-	Non-Executive / Independent Director
	Mr. Nilesh Jain	01.04.2019	-	Executive / Wholetime Director
	Ms. Dipti Shah	29.01.2018	-	Non-Executive / Independent Director

2. Nomination & Remuneration Committee	Mr. P. M. Kathariya*	01.04.2019	24.09.2020@@	Chairman of the Committee/Non-Executive / Independent Director
	Mr. R. K. P. Verma	01.04.2019	-	Non-Executive / Independent Director
	Ms. Dipti Shah	01.04.2019	-	Non-Executive / Independent Director
3. Risk Management Committee (if applicable)	Mr. Saahil Parikh	16.04.2015	-	Executive / Wholetime Director / Non Independent Director
	Mr. Sandeep Kadam	16.04.2015	-	Manager – Accounts/CFO
	Mr. Nilesh Jain	13.02.2019	-	Executive / Wholetime Director / Non Independent Director
4. Stakeholders Relationship Committee	Mr. R. K. P. Verma*	01.04.2019	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. P. M. Kathariya	01.04.2019	24.09.2020@@	Non-Executive / Independent Director
	Mr. Saahil Parikh	30.10.2017	-	Executive / Wholetime Director / CEO
*Appointed as Chairman of the Committee w.e.f. 1st April 2019.				
& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen @@ Mr. Popatlal Mukanchand Kathariya resigned from the Board of the Company due to his professional pre-occupation as well as personal reasons with effect from 24 th September, 2020. The vacancy caused by his resignation will be filled by the Company within the stipulated time provided under relevant Regulations of SEBI (LODR) Regulations, 2015.				

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	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
June 15, 2020	August 12, 2020	15.06.2020 to 12.08.2020 - 57 days*	Yes	5	3
	September 24, 2020	12.08.2020 to 24.09.2020 – 42 days	Yes	5	3
	September 29, 2020	24.09.2020 to 29.09.2020 – 4 days	Yes	4	2

IV. Meeting of Committees - (Audit Committee)					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two Consecutive meetings in number of days*	Whether requirement Of Quorum met (details)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
February 6, 2020	August 12, 2020	15.06.2020 to 12.08.2020 - 57 days*	Yes	4	3
	September 24, 2020	12.08.2020 to 24.09.2020 – 19 days	Yes	4	3
	September 29, 2020	24.09.2020 to 29.09.2020 – 4 days	Yes	3	2
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					

V. Related Party Transactions	
Subject	Compliance status (Yes/No/N.A.) <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes. Approval was obtained in the Annual General Meeting of the Company held on August 8, 2019.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note</p> <p>1 In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, “Yes” may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.</p> <p>2 If status is “No” details of non-compliance may be given here.</p>	

VI. Affirmations
<ol style="list-style-type: none"> 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) 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. 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. 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -
<p>Name & Designation : Khyati Danani, Company Secretary Mumbai, October 7, 2020</p>



Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



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Annexure III

FORMAT TO BE SUBMITTED BY LISTED ENTITY AT THE END OF 6 MONTHS AFTER END OF FINANCIAL YEAR ALONG-WITH SECOND QUARTER REPORT OF NEXT FINANCIAL YEAR

1. Name of Listed Entity: **Makers Laboratories Limited**

2. Half year ended: **September 30, 2020**

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of Stakeholders relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		
Name & Designation : Khyati Danani, Company Secretary Mumbai, October 7, 2020		