Panacea Biotec
Innovation in support of life

January 17, 2025

The Manager, Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 NSE Symbol: PANACEABIO	BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE Scrip Code: 531349

Sub.: Compliance Report on Corporate Governance for the quarter ended on December 31, 2024

Dear Sir,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Compliance Report on Corporate Governance for the quarter ended on December 31, 2024.

This is for your kind information and record please.

Thanking you,

Sincerely yours,

for **Panacea Biotec Limited**

Panacea Biotec Ltd. New Delhi-110044

Vinod Goel
Group CFO and Head Legal
& Company Secretary

Encl. As Above

B1 Extn. /G3, Mohan Co-op Indl. Estate,
Mathura Road, New Delhi -110044
Email: vinodgoel@panaceabiotec.com
Phone: D.I.D. +91-11-4167 9015

1 Name of Listed Entity: **Panacea Biotec Limited**
2 Quarter ending: **December 31, 2024**
3 Market Capitalisation as per Immediate previous financial year: **Top 2000 listed entities**
4 Whether the listed entity has a Regular Chairperson : **Yes**
5 Whether Chairperson is related to MD or CEO : **Yes**

I. Composition of Board of Directors

Title (Mr. /Ms)	Name of the Director	PANs & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed ? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial date of appointment	Date of Re-Appointment	Date & Reason of cessation	Tenure* (in months)	No. of Directorship in listed entities including this listed entity (Refer Reg. 17(A) of Listing Regulations	No. of Independent Directorship in listed entities including this listed entity (Refer Reg. 17A (1) of Listing Regulations	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Reg. 26(1) of Listing Regulations)**	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Reg. 26(1) of Listing Regulations) **
Dr.	Rajesh Jain	AAGxxxxx9G 00013053	Executive - Chairperson - MD	26-04-1964	No	Active	NA	-	15-11-1984	01-04-2022	-		1	0	0	0
Mr.	Sandeep Jain	ADJxxxxx5H 00012973	Executive	17-07-1966	No	Active	NA	-	15-11-1984	01-04-2022	-		1	0	1	0
Mr.	Ankesh Jain	AHFxxxxx7Q 03556647	Executive	08-06-1988	No	Active	NA	-	01-04-2016	01-04-2022	-		1	0	1	0
Mrs.	Manjula Upadhyay	AAIxxxxx0G 07137968	Non-Executive -independent	05-03-1957	No	Active	NA	-	30-03-2015	30-03-2020	-	117.01	1	1	3	1
Mr.	Mukul Gupta	ACGxxxxx3L 00254597	Non-Executive -independent	16-08-1957	No	Active	NA	-	01-04-2016	01-04-2021	-	105	1	1	1	1
Mr.	Bhupinder Singh@	AAMxxxxx6H 00062754	Non-Executive -independent	10-07-1939	No	Active	Yes	11-04-2024	08-04-2019	08-04-2024	16-10-2024 (Demise)	66.08	2	2	0	0
Mr.	Narotam Kumar Juneja	ACJxxxxx3P 01204817	Non-Executive - Non Independent	19-11-1955	No	Active	NA	-	01-04-2022	01-04-2022	-		1	0	2	0
Mrs.	Ambika Sharma	AIDxxxxx7K 08201798	Non-Executive -independent	16-06-1962	No	Active	NA	-	14-02-2024	14-02-2024	-	10.17	4	4	6	1
Mr.	Rajesh Jain	AAExxxxx8L 10619014	Non-Executive -independent	13-02-1955	No	Active	Yes	26-12-2024	13-11-2024	13-11-2024	-	1.18	3	3	6	3

*to be filled only for Independent Director.

** Pursuant to Regulation 26 of the SEBI LODR Regulations, 2015, Chairmanship and Membership in Committees of all public limited companies, whether listed or not, is taken into consideration and all other companies including private limited companies, foreign companies, high value debt listed entities and companies under Section 8 of the Companies Act, 2013 have been excluded.

@Ceased to be the Director of the Company on 16.10.2024 due to his sad demise.

Note: The figures mentioned in column 'Tenure (in months)' represents no. of months and days. For example 114.01 means 114 months and 1 day.

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II. Composition of Committees

Name of Committee	DIN	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee		Whether the Audit Committee has a Regular Chairperson: Yes			
	00254597	1. Mr. Mukul Gupta	Non-Executive - Independent - Chairperson	01-04-2024	-
	07137968	2. Mrs. Manjula Upadhyay	Non-Executive - Independent - Member	01-04-2024	-
	08201798	3. Mrs. Ambika Sharma	Non-Executive - Independent - Member	01-04-2024	-
	10619014	4. Mr. Rajesh Jain	Non-Executive - Independent - Member	14-11-2024	-
2. Nomination & Remuneration Committee		Whether the Nomination & Remuneration Committee has a Regular Chairperson: Yes			
	07137968	1. Mrs. Manjula Upadhyay	Non-Executive - Independent - Chairperson	01-04-2024	-
	00254597	2. Mr. Mukul Gupta	Non-Executive - Independent - Member	01-04-2024	-
	00062754	3. Mr. Bhupinder Singh	Non-Executive - Independent - Member	01-04-2024	16-10-2024
	10619014	4. Mr. Rajesh Jain	Non-Executive - Independent - Member	14-11-2024	-
3. Stakeholders' Relationship Committee		Whether the Stakeholders' Relationship Committee has a Regular Chairperson: Yes			
	07137968	1. Mrs. Manjula Upadhyay	Non-Executive - Independent - Chairperson	01-04-2024	-
	01204817	2. Mr. Narotam Kumar Juneja	Non-Executive - Non Independent - Member	01-04-2024	-
	00012973	3. Mr. Sandeep Jain	Executive - Member	31-10-2014	-
4. Risk Management Committee		Whether the Risk Management Committee has a Regular Chairperson: Yes			
	00013053	1. Dr. Rajesh Jain	Executive - Chairman - MD	23.07.2021	-
	00012973	2. Mr. Sandeep Jain	Executive	23.07.2021	-
	03556647	3. Mr. Ankesh Jain	Executive	01-04-2024	-
	00254597	4. Mr. Mukul Gupta	Non-Executive - Independent	01-04-2024	-
	01204817	5. Mr. Narotam Kumar Juneja	Non Executive - Non Independent	09.08.2022	-

III. Meeting of Board of Directors

Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total No. of Directors as on date of the meeting	No. of Directors present* (All Directors including Independent Directors)	No. of Independent Directors attending the meeting*
14-08-2024		Yes	8	7	3
13-11-2024	90 days (14-08-2024 - 13-11-2024)	Yes	8	6	4

* to be filled in only for the current quarter meetings

IV. Meeting of Committees

Name of Committee	Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Audit Committee							
	14-08-2024		Yes	3	3	3	-
	12-11-2024	89 days (14-08-2024 - 12-11-204)	Yes	3	3	3	-
Nomination & Remuneration Committee							
	14-08-2024		Yes	3	2	2	-
	13-11-2024	90 days (14.08.2024 - 13-11-2024)	Yes	2	2	2	-
Stakeholders' Relationship Committee							
	13-08-2024		Yes	3	3	1	-
	13-11-2024	91 days (13-08-2024 - 13-11-2024)	Yes	3	3	1	-
Risk Management Committee							
	29-05-2024	-	Yes	5	4	1	-
	13-11-2024	167 days (29-05-2024 - 13-11-2024)	Yes	5	2	1	-

* to be filled in only for the current quarter meetings

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V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

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 - **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. 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: **Yes, the Corporate Governance Report submitted in the previous quarter was placed before Board of Directors in its meeting held on 13.11.2024. There were no commments/observations/advice in the meeting held on 13.11.2024.**

This report will be placed in subsequent meeting of the Board of Directors and comments/observations, if any, will be mentioned in subsequent report.

VII. 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 Event:	Brief Details of Event

Signature: ___________

Name: Mr. Vinod Goel

Designation: Group CFO and Head Legal & Company Secretary

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