Panacea Biotec
Innovation in support of life

January 12, 2022

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, 2021

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, 2021.

This is for your kind information and record please.

Thanking you,

Sincerely yours,

for **Panacea Biotec Limited**

Vinod Goel
Group CFO and Head Legal
& Company Secretary

Encl. As Above

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1 Name of Listed Entity: **Panacea Biotec Limited**
2 Quarter ending: **December 31, 2021**
3 Market Capitalisation as per Immediate previous financial year: **Top 1000 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 special resolution passed ? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial date of appointment	Date of Re-Appointment	Date of cessation	Tenure* (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17(A) 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.	Soshil Kumar Jain	AAGPJ1258H 00012812	Chairperson-Executive	04-04-1933	NA	-	02-02-1984	01-04-2019	-		1	0	0	0
Mr.	Rajesh Jain	AAGPJ1259G 00013053	Executive - MD	26-04-1964	NA	-	15-11-1984	01-04-2019	-		1	0	0	0
Mr.	Sandeep Jain	ADJPJ6765H 00012973	Executive	17-07-1966	NA	-	15-11-1984	01-04-2019	-		1	0	1	0
Mr.	Ankesh Jain	AHFPJ0287Q 03556647	Executive	08-06-1988	NA	-	01-04-2016	01-04-2019	-		1	0	0	0
Mr.	Bhupinder Singh	AAMPS7576H 00062754	Non-Executive -independent	10-07-1939	Yes	06-07-2019	08-04-2019	-	-	33	3	3	0	0
Mr.	Krishna Murari Lal**	AAZPL2494C 00016166	Non-Executive -independent	22-06-1940	Yes	29-09-2018	28-04-2005	01-04-2019	-	200	2	2	5	3
Mrs.	Manjula Upadhyay	AAIPU0880G 07137968	Non-Executive -independent	05-03-1957	NA	-	30-03-2015	30-03-2020	-	81	1	1	0	0
Mr.	Mukul Gupta	ACGPG4953L 00254597	Non-Executive -independent	16-08-1957	NA	-	01-04-2016	01-04-2021	-	69	1	1	0	0
Mr.	Namdeo Narayan Khamitkar**	AAAPK8195L 00017154	Non-Executive -independent	02-12-1940	Yes	29-09-2018	31-01-2001	01-04-2019	-	251	2	2	5	2
Mr.	Raghava Lakshmi Narasimhan**	AABPN9028Q 00073873	Non-Executive -independent	01-10-1940	Yes	29-09-2018	31-01-2001	01-04-2019	-	251	2	2	5	1
Mr.	Shantanu Yeshwant Nalavadi	AADPN9133G 02104220	Non-Executive -Nominee Director	07-08-1970	NA	-	10-12-2019	-	-		1	0	0	0

*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.

** As per the provisions of regulation 25(2) of SEBI LODR Regulations, 2015 read with the provisions of Sections 149, 152 and Schedule IV of the Companies Act, 2013, an Independent director shall not hold office for more than two consecutive terms of 5 years. Accordingly, Mr. Krishna Murari Lal, Mr. Namdeo Narayan Khamitkar and Mr. Raghava Lakshmi Narasimhan were appointed as Independent Directors of the Company for a term of 5 years from 01.04.2014 and re-appointed for a second term of 5 years from 01.04.2019. Therefore, the tenure of the said directors w.e.f. the date of their appointment pursuant to the above said provisions, i.e. April 01, 2014 is 93 months only.

II. Composition of Committees				
Name of Committee	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			
	1. Mr. R. L. Narasimhan 2. Mr. K. M. Lal 3. Mr. N. N. Khamitkar	Non-Executive - Independent - Chairman Non-Executive - Independent Non-Executive - Independent	31.01.2001 26.10.2015 31.01.2001	-
2. Nomination & Remuneration Committee	Whether the Nomination & Remuneration Committee has a Regular Chairperson: Yes			
	1. Mr. R. L. Narasimhan 2. Mr. K. M. Lal 3. Mr. N. N. Khamitkar 4. Mr. Shantanu Yeshwant Nalavadi	Non-Executive - Independent - Chairman Non-Executive - Independent Non-Executive - Independent Non-Executive - Nominee Director	08.03.2002 26.10.2015 24.01.2008 05.02.2020	-
3. Stakeholders' Relationship Committee	Whether the Stakeholders' Relationship Committee has a Regular Chairperson: Yes			
	1. Mr. K. M. Lal 2. Mr. R. L. Narasimhan 3. Mr. Sandeep Jain	Non-Executive - Independent - Chairman Non-Executive - Independent Executive	26.10.2015 31.10.2014 31.10.2014	-
4. Risk Management Committee	Whether the Risk Management Committee has a Regular Chairperson: Yes			
	1. Dr. Rajesh Jain 2. Mr. Sandeep Jain 3. Mr. K. M. Lal 4. Mr. Rajneesh Chatrath 5. Mr. Devender Gupta	Executive - MD - Chairman Executive Non-Executive - Independent Employee - Vice President - Corporate Q. A. Employee - Chief Financial Officer and Head IT	23.07.2021 23.07.2021 23.07.2021 23.07.2021 23.07.2021	-

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)	No. of Directors present* (All Directors including Independent Directors)	No. of Independent Directors attending the meeting*
23.07.2021	-	Yes	-	-
12.11.2021	111 days (23.07.2021 - 12.11.2021)	Yes	10	6

* 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)	No. of Directors present* (All Directors including Independent Directors)	No. of Independent Directors attending the meeting*
Audit Committee					
	23.07.2021	-	Yes. All members were present.	-	-
	12.11.2021	111 days (23.07.2021 - 12.11.2021)	Yes. Two members were present out of three members	2	2
Nomination & Remuneration Committee					
	22.07.2021	-	Yes. Three members were present out of four members	-	-
Stakeholders' Relationship Committee					
	22.07.2021	-	Yes. All members were present.	-	-
	10.11.2021	110 days (22.07.2021 - 10.11.2021)	Yes. All members were present.	3	2

* to be filled in only for the current quarter meetings

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
1. Whether prior approval of Audit Committee obtained	Yes
2. Whether shareholder approval obtained for material RPT	N.A.
3. 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 12.11.2021. There were no commments/observations/advice in the meeting held on 12.11.2021.**

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

Name & Designation: Mr. Vinod Goel

Panacea Biotec Ltd

Group CFO and Head Legal & Company Secretary