

General information about company	
Scrip code	524372
NSE Symbol	ORCHPHARMA
MSEI Symbol	NOTLISTED
ISIN	INE191A01027
Name of the entity	Orchid Pharma Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Ram Gopal Agarwal	AAAPA0605M	00627386	Non-Executive - Non Independent Director	Chairperson		30-07-1949
2	Mr	Manish Dhanuka	AAEPD0075G	00238798	Executive Director	Not Applicable	MD	28-09-1967
3	Mr	Mridul Dhanuka	AFEPD9167L	00199441	Executive Director	Not Applicable		20-10-1980
4	Mr	Arjun Dhanuka	AJLPD6285C	00454689	Non-Executive - Non Independent Director	Not Applicable		10-03-1988
5	Mr	Dharam Vir	AAAPV0362N	08771224	Non-Executive - Independent Director	Not Applicable		15-03-1961
6	Mr	Manoj Kumar Goyal	AHJPG4353J	06361663	Non-Executive - Independent Director	Not Applicable		26-05-1976
7	Ms	Shubha Singh	AEJPA3682F	06926872	Non-Executive - Independent Director	Not Applicable		26-01-1976
8	Ms	Tanu Singla	APBPG9640N	08774132	Non-Executive - Independent Director	Not Applicable		20-11-1985

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active

3	No					Active
4	No					Active
5	No					Active
6	No					Active
7	No					Active
8	No					Active

I. Composition of Board of Directors

Sr	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 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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Yes	21-08-2024	31-03-2020				1	0	0	0			
2	NA		31-03-2020				2	0	0	0			
3	NA		31-03-2020				1	0	2	0			
4	NA		20-10-2023				1	0	0	0			
5	NA		29-06-2020	29-06-2020		51.02	1	1	1	1			
6	NA		29-06-2020	29-06-2020		51.02	1	1	2	1			
7	NA		23-05-2024	23-05-2024		4.09	3	3	3	2			
8	NA		29-06-2020	29-06-2020		51.02	1	1	2	0			

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06361663	Manoj Kumar Goyal	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	08774132	Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		
3	00199441	Mridul Dhanuka	Executive Director	Member	31-03-2020		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN	Name of Committee	Category 1 of directors	Category 2 of	Date of	Date of	Remarks

	Number	members		directors	Appointment	Cessation	
1	08771224	Dharam Vir	Non-Executive - Independent Director	Chairperson	09-02-2023		
2	00454689	Arjun Dhanuka	Non-Executive - Non Independent Director	Member	21-05-2024		
3	06361663	Manoj Kumar Goyal	Non-Executive - Independent Director	Member	07-09-2020		
4	06926872	Shubha Singh	Non-Executive - Independent Director	Member	17-07-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08771224	Dharam Vir	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	06361663	Manoj Kumar Goyal	Non-Executive - Independent Director	Member	07-09-2020		
3	08774132	Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08771224	Dharam Vir	Non-Executive - Independent Director	Chairperson	22-05-2021		
2	00238798	Manish Dhanuka	Executive Director	Member	22-05-2021		
3	00199441	Mridul Dhanuka	Executive Director	Member	22-05-2021		
4	00000000	Sunil Kumar Gupta	Chief Financial Officer	Member	22-05-2021		Textual Information(1)
5	00000000	RJ Sarangdhar	Senior General Manager	Member	22-05-2021		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Sunil Kumar Gupta is not the member of Board of Director, however he is member of Committee. Therefore, dummy DIN has been filled.
Textual Information(2)	Mr. RJ Sarangdhar is not the member of Board of Director, however he is member of Committee. Therefore, dummy DIN has been filled.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08771224	Dharam Vir	Non-Executive - Independent Director	Chairperson	19-06-2023		Textual Information(1)
2	00238798	Manish Dhanuka	Executive Director	Member	19-06-2023		Textual Information(2)
3	00199441	Mridul Dhanuka	Executive Director	Member	19-06-2023		

Sr Text Block

Textual Information(1)	Mr. Dharam Vir, Independent Director was a member of the Committee since June 19, 2023 and with the reconstitution of Committee on July 17, 2024 he was designated as Chairperson of the Committee.
Textual Information(2)	Mr. Manish Dhanuka, Managing Director was the Chairperson of the Committee and with the reconstitution of Committee on July 17, 2024 was designated as member of the Committee.

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00238798	Manish Dhanuka	Banking, Finance and Operations Committee	Executive Director	Chairperson	
2	00199441	Mridul Dhanuka	Banking, Finance and Operations Committee	Executive Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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*
1	23-05-2024				Yes	8	7	4
2		17-07-2024	54		Yes	8	6	4
3		19-07-2024	1	The Board Meeting held on July 17, 2024 was adjourned. The adjourned Board Meeting held on July 19, 2024 and was in continuation of the Board Meeting held on July 17, 2024.	Yes	8	6	4
4		12-08-2024	23		Yes	8	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee 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)
1	Audit Committee	23-05-2024				Yes	3	3	2	0

2	Audit Committee	12-08-2024	80			Yes	3	3	2	0
3	Nomination and remuneration committee	23-05-2024				Yes	3	3	2	0
4	Nomination and remuneration committee	17-07-2024	54			Yes	3	3	2	0
5	Risk Management Committee	29-08-2024	42			Yes	3	2	1	2

Annexure 1

V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)	The material related party transaction(s) with Related Parties have been approved by the Audit Committee and Board of the Directors of the Company in the meetings held on May 23, 2024 followed by the approval of the members of the Company in the Annual General Meeting held on August 21, 2024.
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Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified	Yes

	in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Kapil Dayya
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

Annexure III		
1	Name of signatory	Kapil Dayya
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Text Block	
Textual Information(1)	In accordance to SEBI Circular SEBI/HO/CFD/CMD- 2/P/CIR/2021/567 dated May 31, 2021 and FAQs issued thereon, the Disclosure is not applicable reason being the Company falls under the exemption category mentioned at Note. 1(b) of Annexure IV of above Circular.

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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Kapil Dayya
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	21-10-2024