

General information about company	
Scrip code	524372
NSE Symbol	ORCHIDPHAR
MSEI Symbol	NA
ISIN	INE191A01027
Name of the entity	ORCHID PHARMA LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Quarterly
Date of Report	30-06-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 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

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 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)	Notes for not providing PAN	Notes for not providing DIN
Mr	Ram Gopal Agarwal	AAAPA0605M	00627386	Non-Executive - Non Independent Director	Chairperson related to Promoter		30-07-1949	NA		31-03-2020				2	0	0	0		
Mr	Manish Dhanuka	AAEPD0075G	00238798	Executive Director	Not Applicable	MD	28-09-1967	NA		31-03-2020				1	0	0	0		
Mr	Arun Kumar Dhanuka	AAFPD3685B	00627425	Non-Executive - Non Independent Director	Not Applicable		14-05-1957	NA		31-03-2020				2	0	2	0		
Mr	Mridul Dhanuka	AFEPD9167L	00199441	Executive Director	Not Applicable		20-10-1980	NA		31-03-2020				2	0	1	0		

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Wether the listed entity has a Regular Chairperson																		
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	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 (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 po of Chairpers in Audit Stakehold Committe held in list entities including this liste entity (Re Regulatio 26(1) of Listing Regulatio
5	Ms	Tanu Singla	APBPG9640N	08774132	Non-Executive - Independent Director	Not Applicable		20-11-1985	NA		29-06-2020			0	1	1	2	0
6	Mr	Dharam Vir	AAAPV0362N	08771224	Non-Executive - Independent Director	Not Applicable		15-03-1961	NA		29-06-2020			0	1	1	1	1
7	Mr	Mudit Tandon	AFDPT2145K	06417169	Non-Executive - Independent Director	Not Applicable		30-11-1982	NA		29-06-2020			0	1	1	0	0
8	Mr	Manoj Goyal	AHJPG4353J	06361663	Non-Executive - Independent Director	Not Applicable		26-05-1976	NA		29-06-2020			0	1	1	1	1

Text Block	
Textual Information(1)	<p>Shri Ram Gopal Agarwal has been appointed as Additional Director on March 31,2020 and Non-Executive- Chairperson with effect from June 29,2020</p> <p>Shri Manish Dhanuka was appointed as Additional Director with effect from March 31,2020. Further, with effect from June 29,2020, Shri Manish Dhanuka has been appointed as the Managing Director (Key Managerial Personnel) of the Company.</p> <p>Shri Mridul Dhanuka was appointed as Additional Director with effect from March 31,2020. Further, with effect from June 29,2020, Shri Mridul Dhanuka has been appointed as the Whole Time Director of the Company</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	<p>Shri Manoj Goyal have been inducted as the Chairman of the Audit Committee with effect from June 29,2020, Dr. Dharam Vir have been inducted as Chairman of the Stakeholder Relationship Committee with effect from June 29,2020 and Shri Mudit Tandon has been inducted as the Chairman of the Nomination and remuneration Committee with effect from June 29,2020</p> <p>Pursuant to the appointment of Independent Directors on the Board of the Company with effect from June 29,2020, the Audit Committee , the Nomination and Remuneration Committee and the Stake holder Relationship Committees have been reconstituted.</p>

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	Mr.Manoj Goyal	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	08774132	Ms.Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		
3	00199441	Mr.Mridul Dhanuka	Executive Director	Member	31-03-2020		
4	00238798	Manish Dhanuka	Executive Director	Member	31-03-2020	29-06-2020	

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	06417169	Mr.Mudit Tandon	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	00627425	Mr.Arun Kumar Dhanuka	Non-Executive - Non Independent Director	Member	31-03-2020		
3	08774132	Ms.Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		
4	00238798	Mr.Manish Dhanuka	Executive Director	Member	31-03-2020	29-06-2020	

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	Mr.Dharam Vir	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	08774132	Ms.Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		
3	00199441	Mr.Mridul Dhanuka	Executive Director	Member	31-03-2020	29-06-2020	
4	00627425	Arun Kumar Dhanuka	Non-Executive - Non Independent Director	Member	31-03-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00238798	Mr.Manish Dhanuka	Banking,Finance and Operations Committee	Executive Director	Chairperson	
2	00627425	Mr.Arun Kumar Dhanuka	Banking,Finance and Operations Committee	Non-Executive - Non Independent Director	Member	
3	00199441	Mr. 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							Textual Information(1)
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	31-03-2020				Yes	3	0
2		29-06-2020	89		Yes	8	4

Text Block	
Textual Information(1)	Pursuant to the implementation of the Approved Resolution Plan, the new Board of Directors comprising of Shri Manish Dhanuka, Shri Mridul Dhanuka, Shri Arun Kumar Dhanuka and Shri Ram Gopal Agarwal was constituted on March 31,2020

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
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)	Number of Directors present*	
1	Audit Committee	29-06-2020				Yes	3	2
2	Nomination and remuneration committee	29-06-2020				Yes	3	2

Text Block	
Textual Information(1)	The new Board of Directors was constituted with effect from March 31,2020, pursuant to the implementation of the Approved Resolution plan. The Audit Committee and the Nomination and Remuneration Committee has been reconstituted pursuant to induction of Independent Directors with effect from June 29,2020

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	No	Pursuant to the implementation of the Approved Resolution plan, the new Directors were inducted on March 31,2020. Four Independent Directors were inducted with effect from June 29,2020. Further to the appointment of the Independent Directors, the Audit Committee was reconstituted in accordance with the applicable laws on June 29,2020. The related party transactions, namely the transactions entered between a) Holding and Wholly owned Subsidiary and b) Subsidiary and Holding Company during the period from April 01, 2020 - June 29, 2020 have been ratified at the Audit Committee Meeting held on June 29, 2020.
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

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 500 listed entities)	NA
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 in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Nikita K
2	Designation	Company Secretary

Text Block	
Textual Information(1)	In adherence with the Companies Act,2013 and SEBI (LODR) Regulations,2015, four Independent Directors have been inducted on the Board of the Company with effect from June 29,2020. Accordingly, the Board of Directors and Committees have been reconstituted on June 29,2020

Signatory Details	
Name of signatory	Nikita K
Designation of person	Company Secretary
Place	Chennai
Date	14-07-2020

