

General information about company	
Scrip code	524372
NSE Symbol	ORCHPHARMA
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	Yearly
Date of Report	31-03-2021
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																				
Whether the listed entity has a Regular Chairperson													Yes							
Whether Chairperson is related to MD or CEO													Yes							
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 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
1	Mr	Ram Gopal Agarwal	AAAPA0605M	00627386	Non-Executive - Non Independent Director	Chairperson		30-07-1949	NA		31-03-2020				2	0	0	0		
2	Mr	Manish Dhanuka	AAEPD0075G	00238798	Executive Director	Not Applicable	MD	28-09-1967	NA		31-03-2020				1	0	0	0		
3	Mr	Arun Kumar Dhanuka	AAFPD3685B	00627425	Non-Executive - Non Independent Director	Not Applicable		14-05-1957	NA		31-03-2020				2	0	1	0		
4	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 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
5	Ms	Tanu Singla	APBPG9640N	08774132	Non-Executive - Independent Director	Not Applicable		20-11-1985	NA		29-06-2020			9	1	1	2	0		
6	Mr	Dharam Vir	AAAPV0362N	08771224	Non-Executive - Independent Director	Not Applicable		15-03-1961	NA		29-06-2020			9	1	1	1	1		
7	Mr	Mudit Tandon	AFDPT2145K	06417169	Non-Executive - Independent Director	Not Applicable		30-11-1982	NA		29-06-2020			9	1	1	0	0		
8	Mr	Manoj Goyal	AHJPG4353J	06361663	Non-Executive - Independent Director	Not Applicable		26-05-1976	NA		29-06-2020			9	1	1	2	1		

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	Shri Manoj Kumar Goyal	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	08774132	Smt. Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		
3	00199441	Shri 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 Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06417169	Shri Mudit Tandon	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	00627425	Shri Arun Kumar Dhanuka	Non-Executive - Non Independent Director	Member	31-03-2020		
3	06361663	Shri Manoj Kumar Goyal	Non-Executive - Independent Director	Member	07-09-2020		

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	Dr Dharam Vir	Non-Executive - Independent Director	Chairperson	29-06-2020		
2	08774132	Smt Tanu Singla	Non-Executive - Independent Director	Member	29-06-2020		
3	06361663	Shri Manoj Kumar Goyal	Non-Executive - Independent Director	Member	07-09-2020		

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							
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	Shri Manish Dhanuka	Banking, Finance and Operations Committee	Executive Director	Chairperson	
2	00627425	Shri Arun Kumar Dhanuka	Banking, Finance and Operations Committee	Non-Executive - Non Independent Director	Member	
3	00199441	Shri 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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	11-11-2020				Yes	8	4
2		09-02-2021	89		Yes	7	4

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	11-11-2020				Yes	3	2
2	Audit Committee	31-12-2020	49			Yes	3	2
3	Audit Committee	09-02-2021	39			Yes	3	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	

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

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

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.orchidpharma.com/OurBusiness.html
2	Terms and conditions of appointment of independent directors	Yes		http://www.orchidpharma.com/invr_downloads.html
3	Composition of various committees of board of directors	Yes		http://www.orchidpharma.com/invr_comm_comp.html
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.orchidpharma.com/invr_downloads.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.orchidpharma.com/invr_downloads.html
6	Criteria of making payments to non-executive directors	Yes		http://www.orchidpharma.com/invr_downloads.html
7	Policy on dealing with related party transactions	Yes		http://www.orchidpharma.com/invr_downloads.html
8	Policy for determining 'material' subsidiaries	Yes		http://www.orchidpharma.com/invr_downloads.html
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.orchidpharma.com/invr_downloads.html

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.orchidpharma.com/invr_investor.html
11	email address for grievance redressal and other relevant details	Yes		http://www.orchidpharma.com/invr_investor.html
12	Financial results	Yes		http://www.orchidpharma.com/invr_financial.html
13	Shareholding pattern	Yes		http://www.orchidpharma.com/invr_shareholding.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.orchidpharma.com/invr_advertisements.html
18	Credit rating or revision in credit rating obtained	Yes		http://www.orchidpharma.com/invr_creditrating.html
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	No	Audited Financial Statements are not available	
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.orchidpharma.com/invr_downloads.html
21	Materiality Policy as per Regulation 30	Yes		http://www.orchidpharma.com/invr_downloads.html
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.orchidpharma.com/invr_downloads.html

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided		Textual Information(1)	

Text Block	
Textual Information(1)	<p>Orchid Pharma Limited was under Corporate Insolvency Resolution Process (CIRP) with effect from August 17, 2017. All the Independent Directors of the Company had resigned during the CIRP period and there were no Independent Directors on the Board of the Company as on March 31, 2020. In furtherance of the same a Resolution plan was approved for the Company vide the order passed by the Honble National Company Law Tribunal, Chennai Bench dated June 25/27, 2019 which was subsequently upheld by the Honourable Supreme Court of India vide its order dated February 28, 2020 (received at the Company on March 02,2020). Pursuant to the implementation of the approved Resolution plan, the Board of Directors was reconstituted on March 31, 2020 with four additional Directors (Non-Executive Directors). Further, four Independent Directors were appointed on the Board of the Company on June 29, 2020 and the Audit Committee, the Nomination and Remuneration Committee, Stakeholder Relationship Committee and the Board was reconstituted in accordance with the applicable laws on June 29,2020. The related party transactions entered into by the Company prior to the reconstitution of the Audit Committee in accordance with the SEBI (LODR) Regulations, 2015 on June 29, 2020 were ratified by the Audit Committee.</p>

Annexure II		
1	Name of signatory	Nikita K
2	Designation	Company Secretary

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Nikita K
2	Designation	Company Secretary

Signatory Details	
Name of signatory	Nikita K
Designation of person	Company Secretary
Place	Chennai
Date	14-04-2021

