OrchidPharma

(Formerly known as Orchid Chemicals & Pharmaceuticals Limited)
Corp. Off.: **Orchid Pharma Ltd.**, 'Orchid Towers' 313, Valluvarkottam High Road, Nungambakkam, Chennai - 600 034. India.
CIN: L24222TN1992PLC022994

July 05, 2017

BSE Limited
Corporate Relationship Department
1st floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai - 400 001

Sub: Reg 27(2): Compliance report on Corporate Governance

Dear Sir/Madam,

In accordance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the compliance report on corporate governance for the quarter ended June 30, 2017.

Thanking you,

Yours faithfully,

L Chandrasekar
Executive V P – Finance & Secretary

Encl.: a/a

Tel: (91) - 44 - 2821 1000 | Fax: (91) - 44 - 2821 1002 | Email: corporate@orchidpharma.com | Url: www.orchidpharma.com

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Annexure 1

Under Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Orchid Pharma Limited

Quarter ended June 30,2017

I. Composition of Board of Directors

S.No	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of Directors	Category 2 of Directors	Category 3 of Directors	Date of Appointment in the current term/Cessation		Tenure of Director (in months)*	No. of Directorship in listed entities including this listed entity(Refer Regulation 25(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)
								Date of Appointment in the current term	Date of cessation				
1	Mr.	K N Venkatasubramanian	ACLPV2518H	00007392	Non -Executive - Independent Director	Chairperson	Not Applicable	31-03-2014	-	39	3	5	3
2	Mr.	K Raghavendra Rao	AAAPR4013J	00010096	Executive Director	Not Applicable	CEO - MD	01-07-2012	-	NA	1	1	-
3	Mr.	R Kannan	AGSPR9323B	00227980	Non -Executive - Independent Director	Not Applicable	Not Applicable	28-05-2015	-	25	3	5	1
4	Mrs.	Soundara kumar	AAXPS4712N	01974515	Non-Executive-Nominee Director	Not Applicable	Not Applicable	30-03-2015	-	NA	4	2	-
5	Mr.	Rabinarayan Panda	AAPPP5234Q	07034875	Non-Executive-Nominee Director	Not Applicable	Not Applicable	28-12-2015	-	NA	2	1	-

* 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.

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II.Composition of Committees

Name of Committee	Name of committee members	Category 1 of Directors	Category 2 of Directors	Name of Other Committee
1.Audit Committee	Mr. K N Venkatasubramanian	Non-executive-Independent director	Chairperson	NA
	Mr. R Kannan	Non-executive-Independent director	Member	
	Mr.Rabinarayan Panda	Non-Executive-Nominee Director	Member	
2. Nomination & Remuneration committee	Mr. R Kannan	Non -Executive -Independent Director	Chairperson	NA
	Mr. K N Venkatasubramanian	Non -Executive -Independent Director	Member	
	Mr.Rabinarayan Panda	Non-Executive-Nominee Director	Member	
3. Stakeholder Relationship committee	Mr. K N Venkatasubramanian	Non -Executive -Independent Director	Chairperson	NA
	Mr. K Raghavendra Rao	Executive Director	Member	
4. Risk Management Committee (if applicable)	**Not applicable**			
5. Corporate Social Responsibility Committee	Mr. K N Venkatasubramanian	Non -Executive -Independent Director	Chairperson	NA
	Mr.Rabinarayan Panda	Non-Executive-Nominee Director	Member	
	Mrs. Soundara Kumar	Non-Executive-Nominee Director	Member	
6. Other Committee	Mr. K N Venkatasubramanian	Non -Executive -Independent Director	Chairperson	Allotment Committee
	Mr. K Raghavendra Rao	Executive Director	Member	
	Mr. K N Venkatasubramanian	Non -Executive -Independent Director	Chairperson	Compensation Committee
	Mr.Rabinarayan Panda	Non-Executive-Nominee Director	Member	

III.Meeting of Board of Directors

Date (s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
January 04 ,2017	May 26,2017	33 Days (04.01.2017-07.02.2017)
February 07,2017	June 29,2017	48 Days (07.02.2017-28.03.2017)
March 28,2017		58 Days (28.03.2017-26.05.2017)
		33 Days (26.05.2017-29.06.2017)

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IV.Meeting of Committees

S.No	Name of the Committee	Date (s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Requirement of Quorum met details	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)	Name of Other Committee
1	Audit Committee	May 26,2017	Yes	All the Members were present	February 07,2017	107	NA
2	Stake holders Relationship Committee	May 26,2017	Yes	All the Members were present	February 07,2017	107	NA

V.Related Party Transactions

Subject	Compliance status (Yes /No/NA)	If Status is "No" details of Non-Compliance may be given here
Whether prior approval of audit committee obtained	YES	NA
Whether shareholder approval obtained for material RPT	NA	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES	NA

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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 (applicable to the top 100 listed entities)	NA
3.The above committee members have been made aware of their powers, role, 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.	YES
Any comments/observations/advice of Board of Directors may be mentioned here: NIL	

For ORCHID PHARMA LTD.

Executive VP - Finance & Secretary