

**LASA SUPERGENERICS LIMITED**  
**COMPLIANCE REPORT OF CORPORATE GOVERNANCE**  
**FOR THE QUARTER & YEAR ENDED ON MARCH 31, 2023**

Composition of Board of Director											
I.	Title (Mr./Ms)	Name of the Director	PAN & DIN	DIN	Category (Chairperson /Executive /Non Executive/Independent / Nominee)	Date of Appointment in the current terms	Date of Cessation	Tenure *	Number of Directorship in Listed entities including this Listed entity	Number of Membership in Audit/Stakeholder Committee(s) included this listed entity	Number of Post of Chairpersons in Audit / Stakeholder Committee held in Listed entities included this listed entity
Mr.	Omkar Pravin Herlekar	ACCPH0802P	01587154	Chairman & Managing Director	24-09-2021	-	-	2	3	0	
Mr.	Shivanand Gajanan Hegde	AAGPH6895J	00185508	Whole Time Director	24-09-2021	-	-	1	1	0	
CA	Hardesh Raja Tolani	AIYPT7884P	07811319	Non-Executive-Independent Director	24-09-2021	-	71	1	1	1	
CA	Ekta Gurnasinghani	ALOPG0855E	07811337	Non-Executive-Independent Director	24-09-2021	-	71	1	1	0	
Mr.	Ajay Hareshlal Sukhwani	BUCPS3330L	07811551	Non-Executive-Independent Director	24-09-2021	-	71	2	3	3	
CA	Manali Roop Bhagtani	BQAPB1806J	08067867	Non-Executive Independent Director	26-09-2022	-	62	1	1	0	

§ PAN Number of any Director would not be Displayed on the website of Stock Exchange.

& Category Of Director Means Executive/ Non Executive /Independent/Nominee. If a Director fits into more that one category write all categories separating them with hyphen.

\*To be filled only for independent Director. Tenure would mean total period from which Independent Director is serving on Board of Director of the Listed entity in continuity without any cooling off period.

## II Composition of Committee

Name Committee	Name of Committee Member	Category (Chairperson / Executive / Non- Executive / Independent / Nominee)&
1. Audit Committee	CA. Hardesh Tolani CA. Ekta Gurnasighani Mr. Omkar Herlekar	Non- Executive – Independent Director- Chairperson Non-Executive – Independent Director – Member Chairman and Managing Director - Member
2. Nomination Remuneration Committee	CA. Hardesh Tolani CA. Ekta Gurnasighani Mr. Ajay Sukhwani	Non- Executive – Independent Director- Chairperson Non-Executive – Independent Director – Member Non-Executive – Independent Director – Member
3. Stakeholder Relationship Committee	Mr. Ajay Sukhwani Ms. Manali Bhagtani Mr. Shivanand Hegde	Non- Executive – Independent Director- Chairperson <a href="#">Non- Executive – Independent Director</a> -Member Executive Director- Member
4. Allotment Committee	Mr. Ajay Sukhwani Mr. Omkar Herlekar Mr. Shivanand Hegde	Non- Executive – Independent Director- Chairperson Chairman and Managing Director – Member Executive Director- Member
5. CSR Committee	Mr. Ajay Sukhwani Mr. Omkar Herlekar Ms. Manali Bhagtani	Non- Executive – Independent Director- Chairperson Chairman and Managing Director – Member Non-Executive – Independent Director – Member
6. Enquiry Committee	Mr. Omkar Herlekar Mr. Ajay Sukhwani Mr. Shivanand Hegde	Chairman and Managing Director- Chairperson Non- Executive – Independent Director- Member Executive Director- Member
7. Advisory Committee	Mr. Omkar Herlekar Mr. Shivanand Hegde CA. Hardesh Tolani	Chairman and Managing Director- Chairperson Executive Director- Member Non- Executive – Independent Director- <a href="#">Member</a>
8. Fund Raising Committee	Mr. Omkar Herlekar Mr. Shivanand Hegde CA. Hardesh Tolani	Chairman and Managing Director- Chairperson Executive Director- Member Non- Executive – Independent Director- Member
Category of Director means Executive / Non Executive / Independent /Nominee. If a Director fits into more that one category write all categories separating them with hyphen.		

### III Meeting of Board of Director

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)
14-11-2022	14-02-2023	91
	21-03-2023	34

### IV Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (Quarter ended	Maximum gap between any two consecutive meeting in number of days*
<b>Audit Committee</b>			
February 14, 2023	Yes (Requisite Quorum was present).	14-11-2022	91
<b>Nomination &amp; Remuneration Committee</b>			
March 21, 2023	Yes (Requisite Quorum was present)	N.A	N.A
<b>CSR Committee</b>			
N.A		N.A	N.A
<b>Stakeholders Relationship Committee</b>			
N.A		N.A	N.A
<b>Advisory Committee</b>			
	Yes (Requisite Quorum was present)	08-11-2022	
January 16, 2023	Yes (Requisite Quorum was present)	22-11-2022	39

<b>V. Related Party Transactions</b>	
Subject	Compliance (Yes/NO/NA)
Whether Prior approval of audit Committee obtained	Yes
Whether Shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



**Note**

1. In the column "Compliance status", Compliance or non-compliance may be indicated by Yes/No/N.A.  
For Example, if the Board has been composed in accordance with the requirement of Listing Regulation, "Yes" may be indicated. Similarly, in case the listed Entity has no related party transaction, the words "N.A" may be indicated.
2. If status is "No" details of non-compliance may be given here.

## ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
<b>Details of business</b>	Yes		<a href="https://lasalabs.com">https://lasalabs.com</a>
Terms and conditions of appointment of independent	Yes		<a href="https://lasalabs.com">https://lasalabs.com</a>



Composition of various committees of board of directors	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Code of conduct of board of directors and senior	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Details of establishment of vigil mechanism/ Whistle Blower	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Criteria of making payments to non-executive directors	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Policy on dealing with related party transactions	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programs imparted to independent	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Email address for grievance redressal and other relevant		
details entity who are responsible for assisting and handling	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Contact information of the designated officials of the listed	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Financial results	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Shareholding pattern	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Details of agreements entered into with the media		
companies and/or their associates	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Schedule of analyst or institutional investor meet and		
presentations made by the listed entity to analysts or	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
New name and the old name of the listed entity	Not Applicable	
Advertisements as per regulation 47 (1)	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Credit rating or revision in credit rating obtained by the	Not Applicable	
Separate audited financial statements of each subsidiary of	Not Applicable	
As per other regulations of the LODR:		
Whether company has provided information under separate		<a href="https://lasalabs.com">https://lasalabs.com</a>
section on its website as per Regulation 46(2)	Yes	
Materiality Policy as per Regulation 30	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>
Dividend Distribution policy as per Regulation 43A (as	Not Applicable	
It is certified that these contents on the website of the listed	Yes	<a href="https://lasalabs.com">https://lasalabs.com</a>

Sr. No.	Subject	Compliance Status (Yes/No)
1	The Composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulation, 2015	Yes
2	The Composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The Composition of the following committee is in terms of SEBI (Listing Obligation and disclosure requirement ) Regulation,2015 <b>b. Nomination &amp; Remuneration Committee</b>	Yes
4	The Composition of the following committee is in terms of SEBI (Listing obligation and disclosure requirement ) Regulation, 2015 <b>c. Stakeholder relationship Committee</b>	Yes
5	The Composition of the following committee is in terms of SEBI (Listing Obligation and disclosure requirements) Regulation, 2015 <b>d. Risk Management committee (application to the top 1000 listed entities)</b>	N.A
6	The committee members have been made aware of their power, role and responsibilities as specified in SEBI (Listing Obligation and disclosure requirements) Regulation, 2015.	Yes
7	The meeting of the board of directors and the above committee have been conducted in the manner as specified in SEBI (Listing Obligation and disclosure requirement) Regulation, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Director. Any Comments/observations /advice of Board of Director may be mentioned here: No comments/observations /advice.	Yes

**Signatory Details**

<b>Name of Signatory</b>	Mrs. Mitti Jain
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Designation of person

Company Secretary and Compliance officer  
Membership No. A33681

Place

Mumbai

Date

31-03-2023.

Signature

*Jain Mitli***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	--
11	Risk Assessment & Management	17(9)	NA	--
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	--
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)	NA	--
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)	NA	--
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	--

Signatory Details	
Name of Signatory	Mrs. <u>Mitti Jain</u>
Designation of person	Company Secretary and Compliance officer Membership No. <u>A33681</u>
Place	Mumbai
Date	31-03-202 <u>3</u> .
Signature	 

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	NA

Signatory Details	
Name of Signatory	Mrs Mitti Jain
Designation of person	Company Secretary and Compliance officer Membership No. <u>A33681</u>
Place	Mumbai
Date	31-03-2023
Signature	 

## Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable		
Reason for Non Applicability	<a href="#">Not Applicable</a>		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
Promoter or any other entity controlled by them	--	--	--
Promoter Group or any other entity controlled by them	--	--	--
Directors (including relatives) or any other entity controlled by them	--	--	--
KMPs or any other entity controlled by them	--	--	--
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months(taking into account any invocation)</b>
Promoter or any other entity controlled by them	--	--	--
Promoter Group or any other entity controlled by them	--	--	--
Directors (including relatives) or any other entity controlled by them	--	--	--
KMPs or any other entity controlled by them	--	--	--
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	--	--	--
Promoter Group or any other entity controlled by them	--	--	--



Directors (including relatives) or any other entity controlled by them	--	--	--
KMPs or any other entity controlled by them	--	--	--
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
<b>Affirmations</b>	<b>Compliance Status</b>		<b>Company Remarks</b>
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name	--	--	--
Designation	--	--	--
Place	--	--	--
Date	--	--	--

Signatory Details	
<b>Name of Signatory</b>	<u>Mrs. Mitti Jain</u>
<b>Designation of person</b>	Company Secretary and Compliance officer Membership No. <u>A33681</u>
<b>Place</b>	Mumbai
<b>Date</b>	31-03-2023
<b>Signature</b>	 