

October 08, 2020

DCS-CRD BSE Limited First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 023 Fax No.2272 3121/2037/2039 Stock Code: 543213	Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No.C/1, 'G'Block Bandra- Kurla Complex Bandra East Mumbai 400 051 Fax No.2659 8237/8238 Stock Code: ROSSARI
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Dear Sir/Madam,

Sub: Report on Corporate Governance for the quarter ended September 30, 2020

Pursuant to Regulation 27 (2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended September 30, 2020.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,
Yours Sincerely,

Thanking You,
For Rossari Biotech Limited



Parul Gupta
Company Secretary & Compliance Officer
Membership No.: A38895

Encl.: as above

ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company)

Regd. Office : 201 A & B, Akruti Corporate Park, Next to GE Gardens, LBS Marg, Kanjurmarg (W). Mumbai - 400078. India. T +91-22-6123 3800 F +91-22-2579 6982

Factory : Plot No. 10 & 11, Survey No. 90/1/10 & 90/1/111/1, Kumbharwadi, Village Naroli, Dadra & Nagar Haveli (U.T.), Silvassa - 396 235. India. T 0260 - 669 3000

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ANNEXURE A
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity Rossari Biotech Limited
2. Quarter ending 30-09-2020

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Initial Date of Appointment	Date of Re-Appointment	Whether special resolution passed? [Refer Reg. 17(IA) of Listing Regulations]	Date of passing special resolution	Date of Cessation	Tenure (in months)	Date of Birth	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A(1)]	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)
Mr.	Edward Menezes	00149205	Chairman-Executive Director	10-08-2009	26-09-2019	NA	--	--		31-10-1960	1	Nil	Nil	Nil
Mr.	Sunil Chari	00149083	Managing Director - Executive Director	10-08-2009	26-09-2019	NA	--	--		05-12-1965	1	Nil	2	Nil
Ms.	Meher Castelino	07121874	Non-Executive - Independent Director	04-07-2018	29-09-2018	Yes	21-02-2020	--	26	06-07-1944	2	2	1	1
Mr.	Goutam Bhattacharya	00917357	Non-Executive - Independent Director	06-12-2018	30-09-2019	NA	--	--	21	12-11-1947	1	1	1	1
Mr.	Aseem Dhru	01761455	Non-Executive - Independent Director	12-11-2019	19-11-2019	NA	--	--	10	07-04-1970	1	1	Nil	1
Mr.	Robin Banerjee	00008893	Non-Executive - Independent Director	12-11-2019	19-11-2019	NA	--	--	10	20-08-1955	3	2	3	Nil
Mr.	Maj Gen Sharabh Pachory VSM (Retd.)	08577249	Non-Executive - Independent Director	12-11-2019	19-11-2019	NA	--	--	10	30-07-1960	1	1	Nil	Nil

Whether Regular Chairperson appointed Yes

Whether Chairperson is related to Managing Director or CEO No

II. Composition of Committees

Name of Committee	Name of Committee members	Chairperson/ Membership	Category (Chairperson/Executive/ Non-Executive/ independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Aseem Dhru	Chairperson	Non- Executive-Independent Director	12-11-2019	--
	Goutam Bhattacharva	Member	Non- Executive-Independent Director	12-11-2019	--
	Sunil Chari	Member	Managing Director-Executive Director	12-11-2019	--
Whether Regular Chairperson appointed Yes					
2. Nomination & Remuneration Committee	Robin Banerjee	Chairperson	Non- Executive-Independent Director	12-11-2019	--
	Sharabh Pachory	Member	Non- Executive-Independent Director	12-11-2019	--
	Meher Castelino	Member	Non- Executive-Independent Director	12-11-2019	--
Whether Regular Chairperson appointed Yes					
3. Risk Management Committee	Not Applicable				
4. Stakeholders Relationship Committee	Goutam Bhattacharva	Chairperson	Non- Executive-Independent Director	12-11-2019	--
	Meher Castelino	Member	Non- Executive-Independent Director	12-11-2019	--
	Sunil Chari	Member	Managing Director-Executive Director	12-11-2019	--
Whether Regular Chairperson appointed Yes					
5. Corporate Social Responsibility Committee	Meher Castelino	Chairperson	Non-Executive - Independent Director	12-11-2019	--
	Goutam Bhattacharva	Member	Non-Executive - Independent Director	12-11-2019	--
	Edward Menezes	Member	Executive Director	12-11-2019	--
Whether Regular Chairperson appointed Yes					



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III. Meeting of Board of Directors						
Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)		
11-06-2020	Yes	7	5	-		
04-07-2020	Yes	7	5	22		
16-07-2020	Yes	6	4	11		
21-08-2020	Yes	7	5	35		
IV. Meeting of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	No. of Directors present*	Number of Independent Directors Present*	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	21-08-2020	Yes	3	2	11-06-2020	71
Nomination & Remuneration Committee	22-07-2020	Yes	3	3	Nil	-
Stakeholders Relationship Committee	Nil	-	-	-	Nil	-
Corporate Social Responsibility Committee	11-06-2020	Yes	3	2	Nil	-
V. Related Party Transactions						
Subject			Compliance status (Yes/No/NA)			
Whether prior approval of audit committee obtained			Yes			
Whether shareholder approval obtained for material RPT			NA			
Whether details of RPT entered into pursuant to omnibus approval have been			Yes			
VI. Affirmations						
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.						
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015						
a. Audit Committee						
b. Nomination & remuneration committee						
c. Stakeholders relationship committee						
d. Risk management committee (applicable to the top 500 listed entities) : Not Applicable						
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.						
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.						
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.						

For Rossari Biotech Limited



Parul Gupta
Company Secretary
Membership No.: ACS 38895



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ANNEXURE III

I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA

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 requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

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Company Secretary
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