

January 06, 2021

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 December 31, 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 December 31, 2020.

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

Thanking You

Yours Sincerely  
**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, Ackruti 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 & 90/1/11/1, 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 **31-12-2020**

Title (Mr./Ms.)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Re-Appointment	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulation]	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 Regulation)	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	AAGPM575L	00149205	Chairperson related to Promoter/Executive Director	10-08-2009	26-09-2019	NA	--	--		31-10-1960	1	Nil	Nil	Nil
Mr.	Sunil Chari	AAEPC7152K	00149083	Managing Director - Executive Director	10-08-2009	26-09-2019	NA	--	--		05-12-1965	1	Nil	2	Nil
Ms.	Meher Castelino	AAEPC8784B	07121874	Non-Executive - Independent Director	04-07-2018	29-09-2018	Yes	21-02-2020	--	29	06-07-1944	2	2	1	1
Mr.	Goutam Bhattacharya	AADPB5276E	00917357	Non-Executive - Independent Director	06-12-2018	30-09-2019	NA	--	--	24	12-11-1947	1	1	1	1
Mr.	Aseem Dhru	ACLPD2638J	01761455	Non-Executive - Independent Director	12-11-2019	19-11-2019	NA	--	--	13	07-04-1970	1	1	Nil	1
Mr.	Robin Banerjee	AADPB5755E	00008893	Non-Executive - Independent Director	12-11-2019	19-11-2019	NA	--	--	13	20-08-1955	3	2	3	Nil
Mr.	Sharabh Pachory	AEGPP3804F	08577249	Non-Executive - Independent Director	12-11-2019	19-11-2019	NA	--	--	13	30-07-1960	1	1	Nil	Nil
Whether Regular Chairperson appointed							Yes								
Whether Chairperson is related to Managing Director or CEO							No								
<b>II. Composition of Committees</b>															
<b>Name of Committee</b>		<b>Name of Committee</b>		<b>Chairperson/</b>		<b>Category (Chairperson/Executive/ Non-</b>		<b>Date of Appointment</b>		<b>Date of Cessation</b>					
1. Audit Committee		Aseem Dhru		Chairperson		Non- Executive-Independent Director		12-11-2019		--					
		Goutam Bhattacharya		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 Bhattacharya		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 Bhattacharya		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)		
04-07-2020	Yes	7	5	22		
16-07-2020	Yes	6	4	11		
21-08-2020	Yes	7	5	35		
24-10-2020	Yes	7	5	63		
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	24-10-2020	Yes	3	2	21-08-2020	64
Nomination & Remuneration Committee	24-10-2020	Yes	3	3	22-07-2020	94
Stakeholders Relationship Committee	Nil	-	-	-	Nil	-
Corporate Social Responsibility Committee	Nil	-	-	-	Nil	-
V. Related Party Transactions			Compliance status (Yes/No/NA)			
Subject						
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 reviewed by Audit Committee			Yes			
Note						
VI. Affirmations						
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015               <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee (applicable to the top 500 listed entities): Not Applicable</li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>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.</li> <li>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.</li> </ol>						

For Rossari Biotech Limited



Parul Gupta  
Company Secretary  
Membership No.: ACS 38895



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