

January 10, 2022

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
---	--

Dear Sir/Madam,

**Sub: Report on Corporate Governance for the quarter ended December 31, 2021**

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, 2021.

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 & 90/1/111/1, Kumbharwadi, Village Naroli, Dadra & Nagar Haveli (U.T.), Silvassa - 396 235, India. T 0260 - 669 3000

E info@rossarimail.com W www.rossari.com

CIN: L24100MH2009PLC194818

ANNEXURE A  
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1 Name of Listed Entity Rossari Biotech Limited  
2 Quarter ending 31-12-2021

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(1A) 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 proviso 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	Chairperson 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	4	Nil
Ms.	Meher Castelino	07121874	Non-Executive Independent Director	04-07-2018	29-09-2018	Yes	21-02-2020	--	41	06-07-1944	2	2	3	1
Mr.	Goutam Bhattacharya	00917357	Non-Executive Independent Director	06-12-2018	30-09-2019	NA	--	--	36	12-11-1947	1	1	1	1
Mr.	Aseem Dhru	01761455	Non-Executive Independent Director	12-11-2019	19-11-2019	NA	--	--	25	07-04-1970	1	1	Nil	1
Mr.	Robin Banerjee	00008893	Non-Executive Independent Director	12-11-2019	19-11-2019	NA	--	--	25	20-08-1955	3	2	4	Nil
Mr.	Sharabh Pachory	08577249	Non-Executive Independent Director	12-11-2019	19-11-2019	NA	--	--	25	30-07-1960	1	1	Nil	Nil

Whether Regular Chairperson appointed Yes  
Whether Chairperson is related to Managing Director or CEO No  
Whether Chairperson is related to Promoter Yes

**II. Composition of Committees**

Name of Committee	Name of Committee	Chairperson/Member	Category (Chairperson/Executive/Non-Executive-Independent Director)	Date of Appointment	Date of Cessation
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	Sunil Chari	Chairperson	Managing Director-Executive Director	23-01-2021	--
	Robin Banerjee	Member	Non-Executive-Independent Director	23-01-2021	--
	Goutam Bhattacharya	Member	Non-Executive-Independent Director	23-01-2021	--
	Mikhail Menezes	Member	Director - Technical	14-05-2021	--
Whether Regular Chairperson appointed	Yes				
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				

**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 & 90/1/11/1, Kumbharwadi, Village Naroli, Dadra & Nagar Haveli (U.T.), Silvassa - 396 235. India. T 0260 - 669 3000  
E info@rossarimail.com W www.rossari.com  
CIN: L24100MH2009PLC194818

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	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
17-07-2021		Yes	-	-	-
30-07-2021		Yes	-	-	-
-	30-10-2021	Yes	7	5	91

\*Details given for current quarter

IV. Meeting of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes / No)	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	30-10-2021	Yes	3	2	30-07-2021	91
Nomination & Remuneration Committee	30-10-2021	Yes	3	3	-	-
Stakeholders Relationship Committee	-	-	-	-	30-07-2021	-
Corporate Social Responsibility Committee	30-10-2021	Yes	3	2	-	-

\*Details given for current quarter

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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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.: A38895

## 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

E info@rossarimail.com W www.rossari.com

CIN: L24100MH2009PLC194818