

October 11, 2019

To

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C-1, G- Block,
Bandra - Kurla Complex, Bandra (East)
Mumbai – 400 051.

BSE Limited
Corporate Relationship Department
25, P.J. Towers,
Dalal Street,
Mumbai 400 001.

Symbol: RPGLIFE

Scrip Code: 532983

Dear Sirs,

Sub: Quarterly Compliance Report on Corporate Governance

Enclosed please find quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the quarter ended September 30, 2019.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For RPG Life Sciences Limited


Rajesh Shirambekar
Head – Legal & Company Secretary



Encl: As above

Compliance Report on Corporate Governance

1. Name of Listed Entity : RPG Life Sciences Limited

2. Quarter ending : September 30, 2019

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non Executive/independent/ Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure *	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.	Harsh V. Goenka	AABPG7041G / 00026726	Chairperson -Non Executive-Non Independent	06/02/2008	-	-	NA	10/12/1957	5	1	0	0
Mr.	C. L. Jain	ACWPJ2205J/ 00102910	Non Executive-Independent	06/02/2008	25/09/2014	24/09/2019	5 years	15/11/1933	1	1	1	1
Mr.	Lalit S. Kanodia	AAEPK7954K/ 00008050	Non Executive-Independent	06/02/2008	25/09/2019	-	5 years	30/03/1941	2	1	0	0
Mr.	Mahesh S. Gupta	AAAPG4247R/ 00046810	Non Executive-Independent	06/02/2008	25/09/2019	-	5 years	30/06/1956	5	3	7	2
Mr.	Manoj Maheshwari	AACPM9762F/ 00012341	Non Executive-Independent	06/02/2008	25/09/2019	-	5 years	08/08/1957	3	3	2	1
Mr.	Narendra Ambwani	AEIPA8788F/ 00236658	Non Executive-Independent	24/07/2014	25/09/2019	-	5 years	15/11/1948	4	4	8	0
Mr.	Sachin R. Nandgaonkar	AACPN5816F/ 03410739	Non-Executive - Non Independent	23/05/2015	-	-	NA	04/12/1969	1	0	1	0



Ms.	Zahabiya Khorakiwala	ANMPK3942N / 00102689	Non Executive-Independent	29/10/2015	27/07/2016	-	5 years	16/09/1982	2	1	1	1
Mr.	Yugal Sikri	AOXPS5465C/ 07576560	Executive	01/10/2018	-	-	NA	01/01/1957	1	0	1	0
		Whether Regular chairperson appointed : Yes										
		Whether Chairperson is related to managing director or CEO: No										
		<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than 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 directors of the listed entity in continuity without any cooling off period.</i></p>										

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. C.L.Jain Mr. Mahesh S. Gupta Mr. Narendra Ambwani Mr. Sachin Nandgaonkar	Chairman_ Non Executive_ Independent Non Executive_ Independent Non Executive_ Independent Non Executive	06/02/2008 06/02/2008 05/11/2018 25/04/2017	24/09/2019 - - -
2. Nomination & Remuneration Committee	Yes	Mr. C.L.Jain Mr. Mahesh S. Gupta Dr. Lalit S. Kanodia Mr. Sachin Nandgaonkar	Chairman_ Non Executive_ Independent Non Executive_ Independent Non Executive_ Independent Non Executive	06/02/2008 25/09/2019 06/02/2008 23/01/2015	24/09/2019 - - -
3. Stakeholders Relationship Committee	Yes	Mr. Mahesh S. Gupta Mr. Narendra Ambwani Mr. Yugal Sikri	Chairman_ Non Executive_ Independent Non Executive_ Independent Executive	06/02/2008 20/10/2014 01/10/2018	- - -
4. Corporate Social Responsibility Committee	Yes	Mr. C.L.Jain Mr. Narendra Ambwani Ms. Zahabiya Khorakiwala Mr. Yugal Sikri	Chairman_ Non Executive_ Independent Non Executive_ Independent Non Executive_ Independent Executive	29/04/2016 29/04/2016 29/04/2016 01/10/2018	24/09/2019 - - -



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 (details)	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
April 29, 2019	July 30, 2019	Yes.	8	5	Between July 30, 2019 and April 29 2019 = 91 days

IV. Meeting of Committees					
Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum (details)	Number 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 - July 29, 2019	Yes.	4	3	April 29, 2019	Between April 29, 2019 and July 29, 2019 = 90 days
Stakeholders Relationship Committee - July 29, 2019	Yes.	3	2	April 29, 2019	Between April 29, 2019 and July 29, 2019 = 90 days
Nomination & Remuneration Committee – No meetings held during relevant quarter	N.A.	N.A.	N.A.	April 29, 2019 and June 25, 2019	N.A.

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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 100 listed entities)
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: **This report will be place before the ensuing Board Meeting.**

For RPG Life Sciences Limited


Name & Designation: Rajesh Shirambekar
Head- Legal & Company Secretary



Annexure III

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3)read with Para C of Schedule V	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 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- Nil		
For RPG Life Sciences Limited  Name & Designation: Rajesh Shirambekar Head- Legal & Company Secretary		
