

CORPORATE GOVERNANCE REPORT
(for the quarter and year ended March 31, 2023)

General information about company:

Scrip code	524558
NSE Symbol	NEULANDLAB
MSEI Symbol	NOTLISTED
ISIN	INE794A01010
Name of the entity	NEULAND LABORATORIES LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson:- Yes

Whether Chairperson is related to MD or CEO:- Yes

Sr	Name of the Director		DIN	Category 1 of directors	Date of Birth	Whether the director is disqualified?	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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 Reg. 26(1) of Listing Regulations)
1	Mr. Davuluri Rama Mohan Rao		00107737	Executive Director (Chairperson related to Promoter)	23-06-1944	No	NA	NA	01-07-1984	01-07-1984	NA	1	0	0	0
2	Mr. Davuluri Sucheth Rao		00108880	Executive Director	25-12-1975	No	NA	NA	29-07-2003	29-07-2003	NA	1	0	2	0
3	Mr. Davuluri Saharsh Rao		02753145	Executive Director	08-07-1979	No	NA	NA	21-05-2009	21-05-2009	NA	1	0	1	0
4	Mr. Humayun Dhanrajgir		00004006	Non-Executive - Independent Director	12-02-1936	No	Yes	25-03-2019	01-04-2014	01-04-2019	108	1	1	1	0
5	Mr. Parampally Vasudeva Maiya		00195847	Non-Executive - Independent Director	09-03-1938	No	Yes	25-03-2019	01-04-2014	01-04-2019	108	1	1	1	1
6	Mrs. Bharati Rao		01892516	Non-Executive - Independent Director	15-10-1948	No	NA	NA	09-05-2014	09-05-2019	107	2	2	5	2
7	Mr. Christopher M Cimarusti		02872948	Non-Executive - Non	15-10-1943	No	Yes	07-07-2021	20-10-2009	20-10-2009	NA	1	0	0	0

				Independent Director											
8	Mrs. Nirmala Murthy	██████████	00734866	Non-Executive - Independent Director	24-06-1946	No	Yes	10-07-2020	08-05-2015	08-05-2020	95	1	1	1	0
9	Mr. Homi Rustam Khusrokhani	██████████	00005085	Non-Executive - Independent Director	15-12-1943	No	Yes	25-03-2019	12-02-2019	12-02-2019	50	2	2	3	2
10	Mr. Prasad Raghava Menon	██████████	00005078	Non-Executive - Independent Director	23-01-1946	No	Yes	22-12-2022	31-10-2022	31-10-2022	5	3	3	2	0

II. Composition of Committees

A. Audit Committee Details

Whether the Audit Committee has a Regular Chairperson:- Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	00005085	Homi Rustam Khusrokhani	Non-Executive - Independent Director	Chairperson	12-02-2019
2	00004006	Humayun Dhanrajgir	Non-Executive - Independent Director	Member	18-01-2001
3	01892516	Bharati Rao	Non-Executive - Independent Director	Member	09-05-2014
4	00734866	Nirmala Murthy	Non-Executive - Independent Director	Member	12-05-2017
5	00108880	Davuluri Sucheth Rao	Executive Director	Member	10-08-2012

B. Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson:- Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	00195847	Parampally Vasudeva Maiya	Non-Executive - Independent Director	Chairperson	07-06-2002
2	00004006	Humayun Dhanrajgir	Non-Executive - Independent Director	Member	05-08-2011
3	01892516	Bharati Rao	Non-Executive - Independent Director	Member	09-05-2014
4	00005085	Homi Rustam Khusrokhani	Non-Executive - Independent Director	Member	12-04-2022

C. Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson:- Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	00195847	Parampally Vasudeva Maiya	Non-Executive - Independent Director	Chairperson	25-01-2008
2	00108880	Davuluri Sucheth Rao	Executive Director	Member	05-08-2011
3	02753145	Davuluri Saharsh Rao	Executive Director	Member	11-05-2021

D. Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson :- Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	00005085	Homi Rustam Khusrokhani	Non-Executive - Independent Director	Chairperson	05-06-2021
2	01892516	Bharati Rao	Non-Executive - Independent Director	Member	05-06-2021
3	00108880	Davuluri Sucheth Rao	Executive Director	Member	05-06-2021
4	02753145	Davuluri Saharsh Rao	Executive Director	Member	05-06-2021
5	00005078	Prasad Raghava Menon	Non-Executive - Independent Director	Member	13-02-2023

E. Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson:- Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	00004006	Humayun Dhanrajgir	Non-Executive - Independent Director	Chairperson	20-03-2014
2	00107737	Davuluri Rama Mohan Rao	Executive Director	Member	30-01-2015
3	00108880	Davuluri Sucheth Rao	Executive Director	Member	20-03-2014
4	02753145	Davuluri Saharsh Rao	Executive Director	Member	20-03-2014
5	00734866	Nirmala Murthy	Non-Executive - Independent Director	Member	12-05-2017
6	00005078	Prasad Raghava Menon	Non-Executive - Independent Director	Member	13-02-2023

III. Meeting of Board of Directors

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total number of Directors as on the date of the meeting	Number of Directors present (All Directors including ID)*	No. of Independent Directors attending the meeting*
1	10-11-2022	98	Yes	10	9	5
2	23-11-2022	12	Yes	10	9	5
3	13-02-2023	81	Yes	10	8	5
4	14-02-2023	0	Yes	10	9	5

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total number of Directors as on the date of the meeting	Number of Directors present (All Directors including ID)*	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-11-2022	NA	Yes	5	4	3	0
2	Audit Committee	23-11-2022	NA	Yes	5	4	3	0
3	Audit Committee	13-02-2023	81	Yes	5	4	3	0
4	Risk Management Committee	21-10-2022	NA	Yes	4	4	2	0
5	Risk Management Committee	31-01-2023	101	Yes	4	4	2	0
6	Nomination and Remuneration Committee	26-10-2022	NA	Yes	4	3	3	0
7	Corporate Social Responsibility Committee	13-02-2023	NA	Yes	5	4	2	0
8	Stakeholders Relationship Committee	13-02-2023	NA	Yes	3	3	1	0

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Annexure II

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

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	Web address
1	Details of business	Yes	www.neulandlabs.com
2	Terms and conditions of appointment of independent directors	Yes	www.neulandlabs.com
3	Composition of various committees of board of directors	Yes	www.neulandlabs.com
4	Code of conduct of board of directors and senior management personnel	Yes	www.neulandlabs.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.neulandlabs.com
6	Criteria of making payments to non-executive directors	Yes	www.neulandlabs.com
7	Policy on dealing with related party transactions	Yes	www.neulandlabs.com
8	Policy for determining 'material' subsidiaries	Yes	www.neulandlabs.com
9	Details of familiarization programmes imparted to independent directors	Yes	www.neulandlabs.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.neulandlabs.com
11	email address for grievance redressal and other relevant details	Yes	www.neulandlabs.com
12	Financial results	Yes	www.neulandlabs.com
13	Shareholding pattern	Yes	www.neulandlabs.com
14	Details of agreements entered into with the media companies and/or their associates	Yes	www.neulandlabs.com
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	www.neulandlabs.com
16	New name and the old name of the listed entity	NA	NA
17	Advertisements as per regulation 47 (1)	Yes	www.neulandlabs.com
18	Credit rating or revision in credit rating obtained	Yes	www.neulandlabs.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.neulandlabs.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.neulandlabs.com
21	Materiality Policy as per Regulation 30	Yes	www.neulandlabs.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	www.neulandlabs.com
23	It is certified that these contents on the website of the listed entity are correct	Yes	www.neulandlabs.com

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

VII. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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)	Yes
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)	Yes
23	Meeting of Risk Management Committee	21(3A)	Yes
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)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
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)	Yes
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)	NA
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

VIII. 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

1	Name of signatory	Sarada Bhamidipati
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	The Company has not received any such requests		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
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) 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			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
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			
(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			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
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			
(D) Additional Information			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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	
Name of signatory	Sarada Bhamidipati
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	18-04-2023