

| <b>General information about company</b> |                               |
|--|-------------------------------|
| Scrip code                               | 524703                        |
| Name of the entity                       | SANDU PHARMACEUTICALS LIMITED |
| Date of start of financial year          | 01-04-2017                    |
| Date of end of financial year            | 31-03-2018                    |
| Reporting Quarter                        | Half Yearly                   |
| Date of Report                           | 30-09-2017                    |
| Risk management committee                | Not Applicable                |

|  |    |
|--|----|
| <b>Annexure I</b>  |    |
| <b>Annexure I to be submitted by listed entity on quarterly basis</b>                |    |
| <b>I. Composition of Board of Directors</b>  |    |
| Disclosure of notes on composition of board of directors explanatory                 |    |
| Is there any change in information of board of directors compare to previous quarter | No |

|  |    |
|--|----|
| <b>Annexure 1</b>  |    |
| <b>II. Composition of Committees</b>   |    |
| Disclosure of notes on composition of committees explanatory                 |    |
| Is there any change in information of committees compare to previous quarter | No |

| <b>Annexure 1</b>  |   |  |   |
|--|---|--|---|
| <b>Annexure 1</b>  |   |  |   |
| <b>III. Meeting of Board of Directors</b>                        |   |  |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
| 1  | 30-05-2017  |  |   |
| 2  |   | 11-09-2017   | 103   |

| <b>Annexure 1</b>  |                                       |   |  |  |   |  |                         |
|--|---------------------------------------|---|--|--|---|--|-------------------------|
| <b>IV. Meeting of Committees</b>                         |                                       |   |  |  |   |  |                         |
| Disclosure of notes on meeting of committees explanatory |                                       |   |  |  |   |  |                         |
| Sr   | Name of Committee                     | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details)        | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee |
| 1  | Audit Committee                       | 11-09-2017  | Yes  | 3 out of 4 directors attended the Meeting  | 30-05-2017  | 103  |                         |
| 2  | Nomination and remuneration committee | 11-09-2017  | Yes  | 3 out of 4 directors attended the Meeting  | 30-05-2017  | 103  |                         |
| 3  | Stakeholders Relationship Committee   | 11-09-2017  | Yes  | All Directors were present for the meeting | 30-05-2017  | 103  |                         |

| <b>Annexure 1</b>  |  |                                  |  |
|--|--|----------------------------------|--|
| <b>V. Related Party Transactions</b>                           |  |                                  |  |
| Sr   | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1  | Whether prior approval of audit committee obtained   | Yes                              |  |
| 2  | Whether shareholder approval obtained for material RPT   | Yes                              |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                               |  |
| Disclosure of notes on related party transactions              |  |                                  | Textual Information(1)   |
| Disclosure of notes of material transaction with related party |  |                                  | Textual Information(2)   |

| <b>Text Block</b>       |  |   |   |   |   |                       |
|-------------------------|--|---|---|---|---|-----------------------|
| Textual Information (1) | Related party Transactions from 01st July 2017 to 30th September 2017. |   |   |   |   | (in Rs )              |
|                         | Date of Contract/ arrangement  | Name of the Party with which contract is entered into | Name of interested Director             | Date of Board Approval                              | Date of Members Approval                            | Amount of transaction |
|                         | 01/04/2017   | M/s Sanbro Marketing Services Private Limited         | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 6,14,786/-            |
|                         | 01/04/2017   | M/s Sanfar Communication Pvt.Ltd.                     | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 7,57,352/-            |
|                         | 01/04/2017   | M/s Sanbert Packaging Pvt.Ltd                         | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 5,61,845/-            |
|                         | 01/04/2017   | M/s Sanmark Realty And Finance Pvt. Ltd.              | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 4,74,494/-            |
|                         | 01/04/2017   | M/s Akshat Finvest & Properties Pvt.Ltd.              | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 4,37,931/-            |
|                         | 01/04/2017   | M/s.Noumura Realty & Constructions Pvt.Ltd            | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 5,21,111/-            |
|                         | 01/04/2017   | M/s Phybrichem Engineers Pvt.Ltd                      | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 6,92,242/-            |
|                         | 01/04/2017   | M/s Neelamber Leasing And Finvest Private Limited     | Shri Shashank Sandu<br>Shri Umesh Sandu | 30th May 2017                                       | Arm Length transaction and not material transaction | 3,88,592/-            |
| 01/04/2017              | M/s Sandu Research Foundation Pvt.Ltd.                                 | Shri Shashank Sandu                                   | 30th May 2017                           | Arm Length transaction and not material transaction | 4,58,702/-  |                       |

|  |                  |  |  |  |
|--|------------------|--|--|--|
|  | Shri Umesh Sandu |  |  |  |
|--|------------------|--|--|--|



|                         |  |   |   |                        |                          |                       |
|-------------------------|--|---|---|------------------------|--------------------------|-----------------------|
|                         | For Sandu Pharmaceuticals Limited  |   |   |                        |                          |                       |
|                         | Rakesh Parekh<br>Chief Financial Officer   |   |   |                        |                          |                       |
| Textual Information (2) | Related party Transactions from 01st July 2017 to 30th September 2017.<br><br>(in Rs ) |   |   |                        |                          |                       |
|                         | Date of Contract/ arrangement  | Name of the Party with which contract is entered into | Name of interested Director   | Date of Board Approval | Date of Members Approval | Amount of transaction |
|                         | 01/04/2014   | M/s Sandu Brothers Private Limited                    | Shri. Bhaskar Sandu<br>Shri. Shashank Sandu<br>Shri. Umesh Sandu<br>Dr. Mrs. Shubhada Sandu | 30th May 2016          | 30th September 2016      | 3,62,56,107/-         |
|                         | 01/04/2014   | M/s Sandu Brothers Private Limited                    | Shri. Bhaskar Sandu<br>Shri. Shashank Sandu<br>Shri. Umesh Sandu<br>Dr. Mrs. Shubhada Sandu | 30th May 2016          | 30th September 2016      | 15,000/-              |

For Sandu Pharmaceuticals Limited

Rakesh Parekh

Chief Financial Officer

| <b>Annexure 1</b>       |  |                               |
|-------------------------|--|-------------------------------|
| <b>VI. Affirmations</b> |  |                               |
| Sr                      | Subject  | Compliance status<br>(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 100 listed entities) | NA                            |
| 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                           |

**Text Block**

| <b>Annexure III</b>   |  |                                      |                               |  |
|---|--|--------------------------------------|-------------------------------|--|
| <b>Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year</b> |  |                                      |                               |  |
| <b>I. Affirmations</b>  |  |                                      |                               |  |
| Sr  | Broad heading  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1   | 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                           |  |
| 2   | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3   | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                           |  |
| 4   | Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                           |  |

| <b>Signatory Details</b> |                    |
|--------------------------|--------------------|
| Name of signatory        | PRATIKA MHAMBRAY   |
| Designation of person    | Compliance Officer |
| Place                    | PILERNA SALIGAO    |
| Date                     | 14-10-2017         |

