



SANDU PHARMACEUTICALS LTD.

Regd. Office: Plot Nos. 25, 26, 29 & 30, Pilerne Industrial Estate, Marra, Saligao, Bardez, Goa-403511.
Tel: +91 832 2407474 / 6715000, Fax: +91 832 2407008, E-mail: sandupharma@sandu.in

L24233GA1985PLC001587

SPL/Sec/ASEL/683/2015-16

Date:04/03/2016

Manager –Department of Corporate Services

To,
Ahmedabad Stock Exchange Limited
Kamdhenu Complex,
Opp. Sahajananad College,
Panjara Pole, Ambawadi,
Ahmedabad - 380015

Sub: Revised Corporate Governance Report for the Quarter ended 31st December 2015

Dear Sir,

Please find enclosed herewith Revised Corporate Governance Report for the Quarter ended 31st December 2015 after Incorporating PAN Number of the Dr Krishna B Deshpande.

Kindly take note of the same.

Thanking you,

Yours Faithfully,

For Sandu Pharmaceuticals Ltd.

Prasanna



Company Secretary

Encl.: As Above



AN ISO 9001:2008 CERTIFIED ORGANISATION

Corporate Office: P. B. No. 17201, Sandu Nagar, D. K. Sandu Marg, Chembur, Mumbai – 400 071.
Tel: +91 22 25284402/3306, Fax: +91 22 25282403, E-mail: info@sandu.in, Web: www.sandu.in



SANDU PHARMACEUTICALS LIMITED

REG. OFFICE: PLOT NO 25,26,29 & 30,PILERNE INDUSTRIAL ESTATE,MARRA, BARDEZ GOA 403511

CIN: L24233GA1985PLC001587

ANNEXURE - I

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDING 31ST DECEMBER 2015

I. COMPOSITION OF BOARD OF DIRECTORS

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / independent / Nominee)	Date of Appointment in the current term / cessation	Tenure (in yrs.)*	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	Bhaskar G Sandu	PAN:ABXPS2274E DIN: 02816792	Chairman / Non Executive	Chairman: 30/09/2015 NED : 30/09/2015	NA	1	1	1
Mr	Dilip Salgaocar	PAN: AHTPS5086L DIN: 00044240	Independent /Non Executive Director	1/4/2014	5	1	1	0
Mr	Dr Krishna B Deshpande	PAN: ANPPD5655G DIN:06557518	Independent Director/Non Executive Director	1/4/2014	5	1	0	0
Mr	Dr Madan Kapre	PAN:ABCPK1595P DIN:03113515	Independent Director/Non Executive Director	1/4/2014	5	1	2	0
Mr	K Vinay Kumar	PAN:ALMPK9444K DIN:02322747	Independent Director/Non Executive Director	1/4/2014	5	1	1	1
Mr	Shashank Sandu	PAN:ABWPS9337H DIN:00678098	Non Executive Director	30/09/2014	NA	1	0	0
Mrs	Dr Shuhada Sandu	PAN:AAYP56366F DIN:07148834	Non Executive Director	1/4/2014	NA	1	0	0
Mr	Umesh Sandu	PAN:ABWPS9336G DIN:01132141	Executive Director	1/4/2013	NA	1	0	0

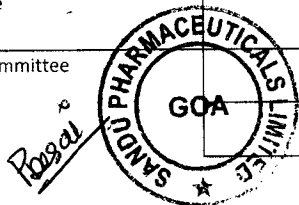
PAN number of any director would not be displayed on the website of Stock Exchange

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.

II. COMPOSITION OF COMMITTEES

Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non-Executive / independent / Nominee)
1. Audit Committee	K Vinay Kumar	Chairman/Non Executive/Independent Director
	Dilip Salgaocar	Non Executive/Independent Director
	Dr Madan Kapre	Non Executive/Independent Director
	Umesh Sandu	Executive Director
2. Nomination and Remuneration Committee	Dr Madan Kapre	Chairman/Non Executive/Independent Director
	Dilip Salgaocar	Non Executive/Independent Director
	K Vinay Kumar	Non Executive/Independent Director
	Bhaskar G Sandu	Non Executive Director
3. Risk Management Committee	N.A.	N.A.
4. Stakeholders Relationship Committee	Bhaskar G Sandu	Chairman/Non Executive Director
	Dr Madan Kapre	Non Executive/Independent Director



Umesh Sandu	Executive Director
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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

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	Maximum gap between any two consecutive (in number of days)
13/08/2015		47
30/09/2015	14/11/2015	44

IV. MEETING OF COMMITTEES

Date(s) of Meeting (if any) in the Relevant quarter	Whether requirement of Quorum met (Details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee:14/11/2015	YES :3 Director out of Total 4 attended the Meeting	13/08/2015	92 days
Nomination and Remuneration Committee: . Not held	NA	13/08/2015 & 29/09/2015
Stakeholders Relationship Committee: 14/11/2015	YES:All directors attended the Meeting	13/08/2015

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	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

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.

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) N.A.
- 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: N. A.

Name of the Signatory	For Sandu Pharmaceutical Limited <i>P. B. S. G. O.</i>
Designation of the Signatory	Company Secretary & Compliance Officer
Date:	13 /01/2016
Place:	Pilerne, Saligao Goa





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Related party Transactions from 01st October 2015 to 31st December 2015

Date of Contract/ arrangement	Name of the Party with which contract is entered into	Name of interested Director	Date of Board Approval	Date of Member's Approval	Nature of Transaction	(in Rs)
						Amount of transaction
01.04.2014	M/s Sandu Brothers Private Limited	Shri. Bhaskar Sandu Shri. Shashank Sandu Shri. Umesh Sandu Dr. Mrs. Shubhada Sandu	30 th May 2015	30 th September 2015	Purchase of Finished Goods	5,32,81,426/-
01.04.2014	M/s Sandu Brothers Private Limited	Shri. Bhaskar Sandu Shri. Shashank Sandu Shri. Umesh Sandu Dr. Mrs. Shubhada Sandu	30 th May 2015	30 th September 2015	Rent	15,000/-

For Sandu Pharmaceuticals Limited

Nikesh Shah
Chief Financial Officer

Regd. & Factory Office: Plot No.25, 26, 29 & 30 Pileme Industrial Estate, Marra, Bardez, Goa 403511.
Tel.: +91 0832 2407474/6715000, Fax: +91 0832 2407008, E-mail: sandupharma@sandu.in

