

<b>MSEI Symbol</b>	
Scrip code	524703
NSE Symbol	
MSEI Symbol	
ISIN	INE751001014
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	Yearly
Date of Report	31-03-2018
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>Audit Committee Details</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

<b>Nomination and remuneration committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

<b>Stakeholders Relationship Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

<b>Risk Management Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

<b>Corporate Social Responsibility Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks



<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

<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	14-12-2017		
2		14-02-2018	61

### Annexure 1

#### IV. Meeting of Committees

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	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	14-02-2018	Yes		14-12-2017	61	
2	Nomination and remuneration committee	14-02-2018	Yes		14-12-2017	61	
3	Stakeholders Relationship Committee	14-02-2018	Yes		14-12-2017	61	
4	Other Committee	14-02-2018	Yes		14-12-2017		Independent Directors Meeting

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (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)

**Text Block**

Textual Information(1)	Related party Transactions from 01st January 2018 to 31st March 2018. (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 Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	90,000/-
	01/04/2017	M/s Sanbro Marketing Services Private Limited	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	9,51,003/-
	01/04/2017	M/s Sanfar Communication Pvt.Ltd.	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	12,63,958/-
	01/04/2017	M/s Sanbert Packaging Pvt.Ltd	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	7,91,911/-
	01/04/2017	M/s Sanmark Realty And Finance Pvt. Ltd.	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	10,84,028/-
	01/04/2017	M/s Akshat Finvest & Properties Pvt.Ltd.	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	8,18,587/-
	01/04/2017	M/s.Noumura Realty & Constructions Pvt.Ltd	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	8,11,114/-
	01/04/2017	M/s Phybrichem Engineers Pvt.Ltd	Shri Shashank Sandu Shri Umesh Sandu	30th May 2017	Arm Length transaction and not material transaction	11,86,868/-
	01/04/2017	M/s Neelamber Leasing And Finvest Private Limited	Shri Shashank Sandu	30th May 2017	Arm Length transaction and not material transaction	7,78,142/-

		Shri Umesh Sandu			
01/04/2017	M/s Sandu Research Foundation Pvt.Ltd.	Shri Shashank Sandu	30th May 2017	Arm Length transaction and not material transaction	13,27,322/-
		Shri Umesh Sandu			

For Sandu Pharmaceuticals Limited

suraj tandel

Authorised Signatory

Textual Information(2)

Related party Transactions from 01st January 2018 to 31st March 2018.

(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 Shri. Shashank Sandu Shri. Umesh Sandu Dr. Mrs. Shubhada Sandu	30th May 2016	30th September 2016	Purchase 6,18,32,063/- Sales 54,09,203/-
01/04/2014	M/s Sandu Brothers Private Limited	Shri. Bhaskar Sandu Shri. Shashank Sandu Shri. Umesh Sandu Dr. Mrs. Shubhada Sandu	30th May 2016	30th September 2016	30,000/-

For sandu Pharmaceuticals Ltd

suraj tandel

Authorised Signatory



<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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 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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	PRATIKA MHAMBRAY
2	Designation	Company Secretary and Compliance Office

**Text Block**

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
12	Financial results	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
13	Shareholding pattern	Yes		<a href="http://www.sandu.in/">http://www.sandu.in/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	NA	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



<b>Annexure II</b>		
1	Name of signatory	
2	Designation	

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
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
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	PRATIKA MHAMBRAY
2	Designation	Company Secretary and Compliance Office

<b>Signatory Details</b>	
Name of signatory	PRATIKA MHAMBRAY
Designation of person	Company Secretary and Compliance Office
Place	PILERNE SALIGAO
Date	13-04-2018

