Corporate Governance Report

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - BALAXI PHARMACEUTICALS LIMITED

2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

Title (Mr,/Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)		Appointment		Dat e of cess atio n	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	in listed entities	Directorship in listed entities including this listed entity	in Audit/ Stakeholder	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	in Committees of the Company
Mr.	Ashish Maheshwari	01575984	ADKPM6911H	C & ED	M D	04- May- 2017	04- May- 2017		60	20- Apr- 1970	NA		1	0	1	0	AC
Mrs.	Minoshi Maheshwari	01575975	ADGPM5813J	NED		04- May- 2017	04- May- 2017			08- Jul- 1972	NA		1	0	1	0	SC,NR C
Mr.	Kunal Mahendra Bhakta	01710557	AFFPB8612K	ID		04- May- 2017	04- May- 2017		60	10- Jan- 1982	Yes	25- Aug- 2021	1	1	2	2	AC,SC, NRC
Mr.	Gandhi Gamji	01944694	AOLPG5480R	ID		04- May- 2017	04- May- 2017		60	12- Oct- 1969	Yes	25- Aug- 2021	1	1	2	0	AC,SC, RC,NR C
Mr.	M Srinivas Rao	08095079	ACHPR6536R	ID		15-Sep- 2020	15- Sep- 2020		36	09- Aug- 1960	No		1	1	0	0	
Mrs.	Purnima Singh Kamble	00241708	AHBPK4945J	ID		26-Mar- 2021	26- Mar- 2021		24	30- Jan- 1972	No		1	1	0	0	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	
Whether Chairperson is	Yes
related to MD or CEO	

ii. Composition of Committees

a. Audit Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	ASHISH MAHESHWARI	C & ED	Member	04-May-2017	
2	KUNAL MAHENDRA	ID	Chairperson	04-May-2017	
	ВНАКТА		_	-	
3	GANDHI GAMJI	ID	Member	04-May-2017	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

b. Stakeholders Relationship Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	MINOSHI MAHESHWARI	NED	Member	04-May-2017	
2	KUNAL MAHENDRA	ID	Chairperson	04-May-2017	
	ВНАКТА			_	
3	GANDHI GAMJI	ID	Member	04-May-2017	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

c. Risk Management Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	AMOL MANTRI	CFO	Member	20-May-2021	
2	ASHISH	C&ED	Chairperson	20-May-2021	
	MAHESHAWRI		_		
3	GANDHI GAMJI	ID	Member	20-May-2021	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

d. Nomination and Remuneration Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	MINOSHI MAHESHWARI	NED	Member	12-Feb-2018	
2	KUNAL MAHENDRA	ID	Chairperson	04-May-2017	
	ВНАКТА			-	
3	GANDHI GAMJI	ID	Member	04-May-2017	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

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	Number of Directors present	Number of Independent Directors present
28-Oct-2021	09-Feb-2022	Yes	6	4

Company Remarks	
Maximum gap between any	103
two consecutive (in number of	
days)	

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	28-Oct-2021	09-Feb-2022	Yes	3	2
Risk Management	08-Dec-2021	08-Feb-2022	Yes	2	0
Committee					
Stakeholders		08-Feb-2022	Yes	3	1
Relationship					
Committee					

Company Remarks	
Maximum gap between any	103
two consecutive (in number of	
days) [Only for Audit	
Committee]	

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related	
party transactions and	
Disclosure of notes of material	
related party transactions	

VI. Affirmations

- 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
 - b. Nomination & remuneration committee Yes
 - c. Stakeholders relationship committee Yes
 - d. Risk management committee (applicable to the top 100 listed entities) Yes
- 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. Yes
- 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.-Yes
- 5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **Yes**

b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name	:	Chinta Shalini
Designation	:	Company Secretary

ANNEXURE II

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

Item Compliance status Compliance any As per regulation 46(2) of the LODR: Image: Status Maintain the Status Details of business Yes Mtps://balaxipharma.in/corporate-overview Terms and conditions of appointment of Composition of various committees of board of directors Yes Mtps://balaxipharma.in/policies-disclosures Details of status committees of board of directors Yes Mtps://balaxipharma.in/policies-disclosures Details of establishment of vigil mechanism/ Yes Yes Mtps://balaxipharma.in/policies-disclosures Details of establishment of vigil mechanism/ Yes Yes Mtps://balaxipharma.in/policies-disclosures Policy of colding with related party transactors Yes Mtps://balaxipharma.in/policies-disclosures Policy of determining 'material' subsidiaries Yes Mtps://balaxipharma.in/policies-disclosures Details of familiarization programs imparted to Yes Mtps://balaxipharma.in/policies-disclosures Details of agreements entered into with the media Not Yes Mtps://balaxipharma.in/investor-services Financial results Mtps://balaxipharma.in/investor-services Mtps://balaxipharma.in/investor-services Financial results Mtps://balaxipharma.in/investor-services	I. Disclosure on website in terms of Listing Regu	latior	15				
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17(1B)			10(1)(0) 0		Yes		
Meeting of Board of directors 17(2) Yes	Board composition			1A) &	Yes		
	Meeting of Board of directors		17(2)		Yes		

Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	22	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Not Applicable	
Approval for material related party transactions	23(4)	Not Applicable	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material</i> <i>Subsidiary</i>	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
Memberships in Committees	26(1)	Yes	

Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive	26(4)	Yes	
Directors			
Policy with respect to Obligations of directors and	26(2) & 26(5)	Yes	
senior management			

Other Information	

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. **- Yes**

Other Information

Name	:	Chinta Shalini
Designation	:	Company Secretary & Compliance Officer

ANNEXURE IV (A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

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	Promote r or any other entity controlle d 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
	•		Ν	JIL	·		

(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			
<i>(including relatives) or any</i>			
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	Entity would like to provide a		

(D) If the Listed Entity would like to provide any other information the same may be indicated here

Affirmations

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

Company Remarks in	The Company has not advanced any loan to promoter(s), promoter group, director(s)
case of non-compliant	(including their relatives), key managerial personnel (including their relatives) or any
status	entity controlled by them.

Name: Amol Anand Mantri Designation: Chief Financial Officer Place: Hyderabad Date: 14-Apr-2022