## ANNEXURE I

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity **-** **Bliss GVS Pharma Limited**
2. Quarter ending **- 31-Mar-2018**

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| **I. Composition of Board of Directors** |
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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| Title (Mr./Ms) | Name of the Director | DIN  | PAN | Category (Chairperson/Executive/Non- Executive/Independent/Nominee) | Date of Appointment | Date of cessation | Tenure | No of Directorship in listed entities including this listed entity | No 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. | S.R.Vaidya | 03600249 | AAAPV9688F | ID | 28-Aug-2014 |  | 5 | 1 | 1 | 1 |
| Mr. | Mayank Mehta | 00765052 | AABPM1430D | ID,C & NED | 28-Aug-2014 |  | 5 | 1 | 2 | 1 |
| Mr. | Santosh Parab | 01622988 | AAFPP6979E | ID | 24-May-2016 |  | 5 | 1 | 1 | 0 |
| Mr. | Gautam R. Ashra | 00140942 | AABPA0457E | NED | 14-Jun-2004 |  |  | 1 | 1 | 1 |
| Mrs. | Vibha Sharma | 02307289 | AMFPK5844H | ED | 29-Jul-2008 |  |  | 1 | 1 | 0 |
| Mrs. | Shruti Rao | 00731501 | AMFPK5843A | ED | 27-Jul-2006 |  |  | 1 | 1 | 0 |
| Mr. | S.N. Kamath | 00140593 | AFMPK8583R | ED | 09-May-2006 |  |  | 1 | 1 | 0 |

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**II. Composition of Comittees**

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| **Audit** **Committee** |
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| --- | --- | --- | --- |
| *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* |
| 1 | Mayank Mehta | ID,C & NED | Chairperson |
| 2 | S.N. Kamath | ED | Member |
| 3 | S.R.Vaidya | ID | Member |
| 4 | Santosh Parab | ID | Member |

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|  **Stakeholders Relationship** **Committee** |
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| *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* |
| 1 | Mayank Mehta | ID,C & NED | Member |
| 2 | Vibha Sharma | ED | Member |
| 3 | Shruti Rao | ED | Member |
| 4 | Gautam R. Ashra | NED | Chairperson |

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|  **Risk Management** **Committee** |
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| *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* |

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|  **Nomination and Remuneration** **Committee** |
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| --- | --- | --- | --- |
| *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* |
| 1 | Gautam R. Ashra | NED | Member |
| 2 | S.R.Vaidya | ID | Chairperson |
| 3 | Mayank Mehta | ID,C & NED | Member |

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| **III. Meeting of Board of Directors** |
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| --- | --- |
| *Date(s) of Meeting (if any) in the previous quarter* | *Date(s) of Meeting (if any) in the relevant quarter* |
| 30-Nov-2017 | 19-Jan-2018 |

 | *Maximum gap between any two consecutive (in number of days)* |
|  49 |

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| **IV. Meeting of Committees** |
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| --- | --- | --- | --- |
| *Name of the committee* | *Date(s) of meeting of the committee in the relevant quarter* | *Whether requirement of Quorum met (details)* | *Date(s) of meeting of the committee in the previous quarter* |
| Audit Committee | 19-Jan-2018 | YES | 30-Nov-2017 |

 | *Maximum gap between any two consecutive (in number of days)* |
|  49 |

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| **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 | Not Applicable |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |

**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
	1. Audit Committee - **Yes**
	2. Nomination & remuneration committee - **Yes**
	3. Stakeholders relationship committee - **Yes**
	4. Risk management committee (applicable to the top 100 listed entities) **- Not applicable**
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:

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**Name : S.N.Kamath**

**Designation : Managing Director**

## ANNEXURE II

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

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| **I. Disclosure on website in terms of Listing Regulations** |
| ***Item*** | ***Compliance status (Yes/No/NA)*** |
| Details of business | Yes |
| Terms and conditions of appointment of independent directors | Yes |
| Composition of various committees of board of directors | Yes |
| Code of conduct of board of directors and senior management personnel | Yes |
| Details of establishment of vigil mechanism/ Whistle Blower policy | Yes |
| Criteria of making payments to non-executive directors | Yes |
| Policy on dealing with related party transactions | Yes |
| Policy for determining ‘material’ subsidiaries | Not Applicable |
| Details of familiarization programmes imparted to independent directors | Yes |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes |
| email address for grievance redressal and other relevant details | Yes |
| Financial results | Yes |
| Shareholding pattern | Yes |
| Details of agreements entered into with the media companies and/or their associates | Not Applicable |
| New name and the old name of the listed entity | Not Applicable |
| **II Annual Affirmations** |
| ***Particulars*** | ***Regulation Number*** | ***Compliance status (Yes/No/NA)*** |
| *Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’* | *16(1)(b) & 25(6)* | Yes |
| *Board composition* | *17(1)* | Yes |
| *Meeting of Board of directors* | *17(2)* | 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 |
| *Composition of Audit Committee* | *18(1)* | Yes |
| *Meeting of Audit Committee* | *18(2)* | Yes |
| *Composition of nomination & remuneration committee* | *19(1) & (2)* | Yes |
| *Composition of Stakeholder Relationship Committee* | *20(1) & (2)* | Yes |
| *Composition and role of risk management committee* | *21(1),(2),(3),(4)* | Not Applicable |
| *Vigil Mechanism* | *22* | Yes |
| *Policy for related party Transaction* | *23(1),(5),(6),(7) & (8)* | Yes |
| *Prior or Omnibus approval of Audit Committee for all related party transactions* | *23(2), (3)* | Yes |
| *Approval for material related party transactions* | *23(4)* | Not Applicable |
| *Composition of Board of Directors of unlisted material Subsidiary* | *24(1)* | Not Applicable |
| *Other Corporate Governance requirements with respect to subsidiary of listed entity* | *24(2),(3),(4),(5) & (6)* | Yes |
| *Maximum Directorship & Tenure* | *25(1) & (2)* | Yes |
| *Meeting of independent directors* | *25(3) & (4)* | Yes |
| *Familiarization of independent directors* | *25(7)* | 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 Directors* | *26(4)* | Yes |
| *Policy with respect to Obligations of directors and senior management* | *26(2) & 26(5)* | Yes |

**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. **- Not Applicable**

**Name : S.N.Kamath**

**Designation : Managing Director**