

## ANNEXURE-I

**Compliance report on Corporate Governance**

1. Name of Listed Entity: **VIVIMED LABS LIMITED**
2. Quarter ending: **30<sup>th</sup> September, 2024**

<b>I. Composition of Board of Directors</b>								
Title (Mr /Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/N on- Executive/in dependent /Nominee)&	Date of Appointment in the current term /cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Santosh Varalwar	ABIPV8428L & 00054763	Executive Director- MD	13.08.2020	60	1	1	Nil
Mr.	Subhash Varalwar	AAVPV8718M & 00054789	Non-Executive Director-Non independent	27.03.2023	36	1	1	1
Mr.	Manohar Rao Varalwar	ABIPV8430A & 00059815	Executive Director	13.08.2020	60	1	1	Nil
Mr.	Sandeep Varalwar	ABHPV1125B & 01682951	Executive Director	13.08.2020	60	1	1	Nil
Mrs.	Aparna Bidarkar	AGQPB6365B & 05112945	Independent Director	14/02/2022	60	1	1	Nil
Mr.	Hari Gopal Jamalapuram	BCEPJ1690L & 08687353	Independent Director (Chairman)	28.03.2020	60	1	2	1



<b>II. Composition of Committees</b>			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent /Nominee)	
1. Audit Committee	Mr.Hari Gopal Jamalapuram Ms. Aparna Bidarkar Mr.Varalwar Sandeep	Independent Director (Chairman) Independent Director Executive Director	
2. Nomination & Remuneration Committee	Ms.Aparna Bidarkar Mr.Hari Gopal Jamalapuram Mr. Subhash Varalwar	Independent Director (Chairperson) Independent Director Non Executive Director	
3. Stake Holders Relationship, Grievance and Share Transfer Committee	Mr.Subhash Varalwar Mr.Santosh Varalwar Dr.V.Manohar Rao Mr.Hari Gopal Jamalapuram	Non Executive Director (Chairman) Executive Director Executive Director Independent Director	
<b>III. Meeting of Board of Directors</b>			
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)
30-05-2024	05-07-2024		35 days
-	06-09-2024		62 days
<b>IV. Meeting of Committees</b>			
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	Maximum gap between any two consecutive meetings in number of days*
1. Audit Committee			
05-07-2024	Yes	30-05-2024	35 days
Date(s) of meeting of the committee in the Current year	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous year	Maximum gap between any two consecutive meetings in number of days*
2. Nomination & Remuneration Committee			
05-07-2024	Yes	-	-----
3. Stake Holders Relationship, Grievance and Share Transfer Committee			
-	Yes	-	-----



Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No	
Other details of cyber security incidence or breaches or loss of data event	<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #333; color: white; border-radius: 10px;">Add Notes</div>	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
<b>Sr.</b>	<b>Date of the event</b>	<b>Brief details of the event</b>

Annexure 1			
V. Related Party Transactions			
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	NA	
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			<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #333; color: white; border-radius: 10px;">Add Notes</div>
Disclosure of notes of material transaction with related party			<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #333; color: white; border-radius: 10px;">Add Notes</div>



**Annexure 1**

**VI. Affirmations**

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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<b>Add Notes</b>



### Annexure III

III. Affirmations				
Sr	Particulars	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	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Committee Member present
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
<b>Any other information to be provided</b>				

### Annexure III

1	Name of signatory	Kopparthi Yugandhar
2	Designation	Company Secretary and Compliance Officer



### Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable		
	<b>Add Notes</b>		
Reason for Non Applicability			
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
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			
<b>(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</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months(taking into account any invocation)</b>
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			
<b>(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</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
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			
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<b>(D) Additional Information</b>	<b>Add Notes</b>		


**II. Affirmations**

Affirmations	Compliance Status	Company Remarks
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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.		<b>Add Notes</b>
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Name			
Designation			
Place			
Date			

**Signatory Details**

Name of signatory	 Kopparthi Yugandhar
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	16-10-2024

