

## Annexure I

### Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity : Zenotech Laboratories Limited
2. Scrip Code : 532039
3. Quarter ending : December 2019

I. Composition of Board of Directors										
Title (Mr. / Ms.)	Name of the Directors	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive / Non-Executive/ Independent / Nominee) <sup>&amp;</sup>	Date of Birth	Date of Appointment in the current term / cessation	Tenure* (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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.	Azadar Husain Khan	01219312	Non-Executive Non-Independent Director	16-10-1958	25-08-2015	---	1	0	0	0
Mrs.	Kavita Rakesh Shah	02566732	Non-Executive Independent Director	18-09-1967	01-04-2015	57	1	1	2	1
Mr.	Jignesh Anantray Goradia	07229899	Non-Executive Non-Independent Director	01-10-1967	08-07-2015	---	1	0	2	1
Mr.	Chintan Jitendra Shah	07325664	Non-Executive Independent Director	04-03-1984	27-01-2016	47	1	1	2	0

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup> 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.

Note:  
We wish to inform that Zenotech Laboratories Limited (the Company) has no regular Chairperson on the Board  
However, we are electing a non-executive Director as a Chairperson in every Board Meeting and also we are complying with the provisions of Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time, with half of the Board of Directors as Independent Directors.

<b>I. Composition of Committees:</b>		
Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)&
1. Audit Committee	1. Mrs. Kavita Rakesh Shah	Chairperson – Non-Executive Independent
	2. Mr. Jignesh Anantray Goradia	Non-Executive - Non-Independent
	3. Mr. Chintan Jitendra Shah	Non-Executive - Independent
2. Nomination & Remuneration Committee	1. Mrs. Kavita Rakesh Shah	Chairperson – Non-Executive - Independent
	2. Mr. Jignesh Anantray Goradia	Non-Executive - Non-Independent
	3. Mr. Chintan Jitendra Shah	Non-Executive - Independent
3. Risk Management Committee (if applicable)	Not Applicable	
4. Stakeholders Relationship and Share Transfer Committee	1. Mr. Jignesh Anantray Goradia	Chairperson - Non-Executive – Non-Independent
	2. Mr. Chintan Jitendra Shah	Non-Executive – Independent
	3. Mrs. Kavita Rakesh Shah	Non-Executive – Independent
& 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.		

<b>II. Meetings 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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting
03-08-2019	---	---	Yes	4	2
21-09-2019	---	48 days	Yes	4	2
----	02-11-2019	41 days	Yes	4	2

<b>III. Meetings of Committees:</b>					
Name of Committee	Date(s) of meeting of the committee in the previous quarter and current quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting
Audit Committee	03-08-2019	---	Yes	3	2
Audit Committee	02-11-2019	90 days	Yes	3	2
Nomination and Remuneration Committee	03-08-2019	---	Yes	3	2

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

<b>IV. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (Yes / No / NA)</b> <small>refer note below</small>
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.	N.A.

**Note:**

- 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.
- If status is "No" details of non-compliance may be given here.

**V. 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 - 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.
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 will be placed at the ensuing Board Meeting. The report submitted in the previous quarter has been placed before the Board of Directors at its meeting held on November 2, 2019 and no comments/observations/advice has been given by the Board of Directors on the same.

**For Zenotech Laboratories Limited**

Sd/-  
Abdul Gafoor Mohammad  
Company Secretary & Compliance Officer

Place: Hyderabad  
Date: 09/01/2020