



GUJARAT TERCE LABORATORIES LIMITED

08.10.2018

To,
The Department of Corporate Services,
The Bombay Stock Exchange
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400001

Script code: 524314

Dear Sir,

Sub.: Submission of Report under Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 27(2) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith the Corporate Governance Report of Gujarat Terce Laboratories Limited for the quarter and half year ended on 30th September, 2018.

Please find the above in order.

Thanking You,

Yours faithfully,

Gujarat Terce Laboratories Limited

**Dilipkumar Nikhare
Company Secretary**



Encl: Corporate Governance Report

Annexure I

Name of Listed Entity: **GUJARAT TERCE LABORATORIES LIMITED**
 Quarter ending: **30.09.2018**

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN & DIN \$	Category (Chairperson / Executive / Non-Executive / independent / Nominee) &	Date of Appointment in the current term/cessation)	Tenure *	No of Directors hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (Refer Regulation 26(1) of Listing Regulations)	Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	NATWARBHAI P PRAJAPATI	ADMPP1922B00031187	Executive Director	11-01-2017	NA	1	0	0
Mr.	AMRITBHAI PRAJAPATI	AOBPP7858Q00699001	Executive Director	01-08-2016	NA	1	0	0
Mr.	GORDHANBHAI G PATEL	AOCPP8459C00709521	Non-Executive - Non Independent Director	27-09-2014	NA	1	2	0
Mr.	KANUBHAI S. PATEL	ADRPP3428P00031218	Non-Executive - Independent Director	30-07-2018**	46	NA	NA	NA
Mrs.	CHHAYABEN ASHWINBHAI SHAH	ACIPS7308H01435892	Non-Executive - Independent Director	31-03-2015***	42	1	1	0
Mr.	JAYANTIBHAI PRAJAPATI	ADZPP2250P02608139	Non-Executive - Independent Director	27-09-2014****	48	1	0	0
Mr.	VIPLAV S KHAMAR	DWKPK8167H07859737	Non-Executive - Independent Director	27-06-2017*****	15	1	2	0
Mr.	SURENDRAKUMAR PRAKASHCHANDRA SHARMA	ACKPS0036N06430129	Non-Executive - Independent Director	10.08.2018*****	-	2	2	-
Mr.	AALAP PRAJAPATI	BDJPP1045F08088327	Executive Director	01-04-2018	NA	1	0	0



§ PAN number of any director would not be displayed on the website of Stock Exchange & 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. **Please note that the term of all Independent Director will be for five consecutive year from the date of appointment.**

** Mr. Kanubhai S. Patel has resigned w.e.f. 30.07.2018 from the office of Directorship.

***Mrs. Chhayaben Shah has been appointed from 31-03-2015 upto the for consecutive term of five years ending on 30-03-2020

**** Mr. Jayantibhai Prajapati has been appointed from 27-09-2014 upto the consecutive term of five years ending on 26-09-2019

***** Mr. Viplav S. Khamar has been appointed from 27-06-2017 upto the consecutive term of five years ending on 26-06-2022

***** Mr. Surendrakumar Prakashchandra Sharma has appointed as additional director w.e.f. 10.08.2018 and the same has been confirmed by members in the 33rd Annual General Meeting held on 24.09.2018 and shall hold office for consecutive period of five years upto 09th August, 2023.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non Executive/ Independent/ Nominee)§
Audit Committee	JAYANTIBHAI PRAJAPATI	Chairman, Independent and Non -Executive Director
	SURENDRA KUMAR SHARMA	Independent and Non - Executive Director
	GORDHANBHAI PATEL	Non Independent Director and Non-Executive Director
	VIPLAV KHAMAR	Independent Director and Non-Executive Director
	CHHAYABEN SHAH	Independent Director and Non-Executive Director
Nomination & Remuneration Committee	JAYANTIBHAI PRAJAPATI	Chairman, Independent and Non -Executive Director
	SURENDRA KUMAR SHARMA	Independent and Non -Executive Director
	GORDHANBHAI PATEL	Non Independent and Non -Executive Director
	VIPLAV KHAMAR	Independent and Non -Executive Director
Risk Management Committee (if applicable)	NA	
Stakeholders Relationship Committee	JAYANTIBHAI PRAJAPATI	Chairman, Independent and Non - Executive Director
	SURENDRA KUMAR SHARMA	Independent and Non- Executive Director
	GORDHANBHAI PATEL	Non-Independent and Non-Executive Director
	VIPLAV KHAMAR	Independent and Non- Executive Director

§ 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.

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	Maximum gap between any two consecutive meetings (in number of days)*
29.05.2018	10.08.2018	72 days

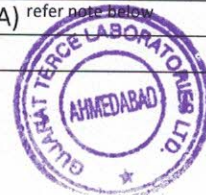
IV. Meeting of Committees

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*
Audit Committee:			
10.08.2018	Yes	29.05.2018	72 days
Nomination & Remuneration Committee:			
10.08.2018	Yes	-	-
Stakeholders Relationship Committee:			
10.08.2018	Yes	29.05.2018	72 days

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

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes



Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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.
2. If status is "No" details of non-compliance may be given here.

VI. 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 and Remuneration Committee
 - c. Stakeholders relationship Committee
 - d. 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.
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 and /or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

Board has approved the Corporate Governance Report of the previous quarter in the Board Meeting dated 10.08.2018.

Gujarat Terce Laboratories Limited



**Dilipkumar Nikhare
Company Secretary**



ANNEXURE III

Submitted by listed entity at the end of 6 months after end of financial year along – with second quarter report of next financial year

Sr.	Board heading	Regulation number	Compliance Status (Yes/No/NA)	If status 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, 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	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of schedule V	Yes	

Gujarat Terce Laboratories Limited


Dilipkumar Nikhare
Company Secretary

