

Corporate Governance Report ANNEXURE I

1. Name of Listed Entity: Venus Remedies Limited

2. Quarter ending: 31.12.2015

I. Composition of Board of Directors							
Sr. No.	Name of the Director	Category	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held inlisted entities including this listed entity
1.	Mr. Pawan Chaudhary	Chairman & Executive Director	13.08.14	5 Years	One	Two	NIL
2.	Dr.(Mrs.) Manu Chaudhary	Whole Time Executive Director	01.10.13	5 Years	One	NIL	NIL
3.	Mr. Peeyush Jain	Whole Time Executive Director	13.08.14	5 Years	One	One	NIL
4	Mr. Ashutosh Jain	Whole Time Executive Director	01.05.13	5 Years	One	NIL	NIL
5	Mr. Jagdish Chander	Non-executive & Independent Director	30.12.14	5 Years	One	Two	Two
6	Dr.(Mr.) Suresh Kumar Chadha	Non-executive & Independent Director	30.12.14	5 Years	One	One	NIL
7	Dr.(Mr.) Gilber Wenzel	Non-executive & Independent Director	30.12.14	5 Years	One	NIL	NIL
8	Dr. (Mr.) Rupinder Tewari	Non-executive & Independent Director	30.12.14	5 Years	One	One	NIL

II Composition of Committees	
Name of Committee	Name of Committee members with Category
1. Audit Committee	1. Jagdish Chander- Chairman, 2. Pawan Chaudhary- Member, 3. Suresh Kumar Chadha: Member
2. Nomination & Remuneration Committee	1. Jagdish Chander- Chairman, 2. Rupinder Tewari- Member, 3. Suresh Kumar Chadha: Member
3. Risk Management Committee	1. Peeyush Jain- Chairman, 2. Pawan Chaudhary- Member 3. Ashutosh Jain- Member
4. Stakeholders Relationship Committee	1. Jagdish Chander- Chairman, 2. Rupinder Tewari- Member, 3. Peeyush Jain- Member

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 (in number of days)
14.08.2015	13.11.2015	90 days
--	19.12.2015	--

IV Meeting of Committees				
Name of the Committee meeting	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	13.11.2015	Yes	14.08.2015	90 days
Stakeholder relationship Committee	15.12.2015 & 31.12.2015	Yes	15.07.15, 10.08.15 19.19.15	--

V. Related Party Transactions	
Subject	Compliance status
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
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VI. Affirmations	
The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	YES
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 (applicable to the top 100 listed entities)	YES
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
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
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.	YES

For Venus Remedies Limited
(Company Secretary & Compliance Officer)