

April 12, 2019

The Manager
Corporate Services
BSE Limited
Dalal Street, Fort
Mumbai – 400 001
Fax Nos.: 022-22723121 / 22723719 /
22722037 / 22722039
Scrip Code: 500124


The Manager
National Stock Exchange of India Ltd.
“Exchange Plaza”
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051
Fax Nos.: 022-26598120/ 26598237/
26598238
Scrip Code: DRREDDY-EQ

Dear Sir/Madam,

Please find enclosed herewith a Compliance report on the Corporate Governance for the quarter ended March 31, 2019 under Regulation 27(2) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above on record.

With regards,


Sandeep Poddar
Company Secretary



Encl: as above

ANNEXURE I

1. Name of Listed Entity **- Dr. Reddy's Laboratories Limited**
 2. Quarter ending **- 31 March 2019**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term	Date of cessation	Tenure (in months)	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.	K Satish Reddy	00129701	AERPK6948L	Chairman	1-Oct-2017	30-Sep-2022		1	1	0
Mr.	G V Prasad	00057433	AAHPP9553C	Co-Chairman, MD & CEO	30-Jan-2016	29-Jul-2021		1	1	0
Mr.	Anupam Puri	00209113	AAKPP8503F	Independent Director	27-Jul-2018	26-Jul-2019	12	3	1	0
Dr.	Bruce L A Carter	02331774	ZZZZZ9999Z	Independent Director	31-Jul-2014	30-Jul-2019	60	1	1	0
Mrs.	Kalpana Morparia	00046081	AAGPM5926M	Independent Director	31-Jul-2014	30-Jul-2019	60	2	0	1
Dr.	Omkar Goswami	00004258	AESPG3729A	Independent Director	31-Jul-2014	30-Jul-2019	60	7	7	0
Mr.	Sridar Iyengar	00278512	AACPI7514D	Independent Director	31-Jul-2014	30-Jul-2019	60	2	1	2
Mr.	Bharat N Doshi	00012541	AADPD3603R	Independent Director	11-May-2016	10-May-2021	60	2	2	1
Mr.	Prasad R Menon	00005078	AECPM1352B	Independent Director	30-Oct-2017	29-Oct-2022	60	2	0	1
Mr.	Leo Puri	01764813	AALPP0852A	Independent Director	25-Oct-2018	24-Oct-2023	60	2	1	0
Mrs.	Shikha Sanjaya Sharma	00043265	ALFPS9244J	Independent Director	31-Jan-2019	30-Jan-2024	60	1	1	0
Mr	Allan Grant Obermar	08393837	ZZZZZ9999Z	Independent Director	26-Mar-2019	25-Mar-2024	60	1	0	0

Notes:

1. Dr. Bruce L A Carter and Mr. Allan Grant Oberman, being foreign nationals, do not have PAN. Hence their PAN no. is entered as ZZZZZ9999Z, as suggested by the exchanges earlier.
2. Mrs. Shikha Sanjaya Sharma and Mr. Allan Grant Oberman have been appointed Additional Director categorized as Independent on January 31, 2019 and March 26, 2019 respectively.
3. Committee membership does not include Committee Chairmanship.



II. Composition of Committees

Audit Committee						
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>	<i>Remarks</i>
1	Sridar Iyengar	Independent Director	Chairperson	22-Aug-2011	-	Appointed as Chairperson w.e.f. 14 May 2013
2	Dr. Omkar Goswami	Independent Director	Member	30-Oct-2000	-	-
3	Bharat N Doshi	Independent Director	Member	11-May-2016	-	-
4	Shikha Sanjaya Sharma	Independent Director	Member	31-Jan-2019	-	-

Stakeholders' Relationship Committee						
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>	<i>Remarks</i>
1	Kalpna Morparia	Independent Director	Chairperson	01-Aug-2014	-	Appointed as Chairperson w.e.f. 1 August 2014
2	Bharat N Doshi	Independent Director	Member	12-May-2016	-	-
3	K Satish Reddy	Chairman	Member	10-May-1994	-	-
4	G V Prasad	Co-Chairman, MD & CEO	Member	30-Oct-2000	-	-

Risk Management Committee						
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>	<i>Remarks</i>
1	Dr. Omkar Goswami	Independent Director	Chairperson	22-Oct-2010	-	Appointed as Chairperson w.e.f. 1 August 2014
2	Dr. Bruce L A Carter	Independent Director	Member	22-Oct-2010	-	-
3	Sridar Iyengar	Independent Director	Member	22-Aug-2011	-	-
4	Shikha Sanjaya Sharma	Independent Director	Member	31-Jan-2019	-	-
5	Allan Grant Oberman	Independent Director	Member	26-Mar-2019	-	-



Nomination, Governance and Compensation Committee (Nomination and Remuneration Committee)						
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>	<i>Remarks</i>
1	Anupam Puri	Independent Director	Chairperson	28-Oct-2003	-	Appointed as Chairperson w.e.f. 28 July 2017
2	Bharat N Doshi	Independent Director	Member	11-May-2016	-	-
3	Prasad R Menon	Independent Director	Member	30-Oct-2017	-	-
4	Leo Puri	Independent Director	Member	25-Oct-2018	-	-

Corporate Social Responsibility Committee						
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>	<i>Remarks</i>
1	Bharat N Doshi	Independent Director	Chairperson	12-May-2016	-	Appointed as Chairperson w.e.f. 27 July 2016
2	K Satish Reddy	Chairman	Member	31-Oct-2013	-	
3	G V Prasad	Co-Chairman, MD & CEO	Member	31-Oct-2013	-	

Science, Technology and Operations Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Bruce L A Carter	Independent Director	Chairperson
2	Anupam Puri	Independent Director	Member
3	Kalpana Morparia	Independent Director	Member
4	Prasad R Menon	Independent Director	Member
5	Leo Puri	Independent Director	Member
6	Allan Grant Oberman	Independent Director	Member

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
26-Oct-2018	01-Feb-2019	97
	26-Mar-2019	52



IV. Meeting of Committees

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	Maximum gap between any two consecutive (in number of days)
Audit Committee	01-Feb-2019	Yes	26-Oct-2018	97
	25-Mar-2019	Yes		51
Nomination, Governance and Compensation Committee	31-Jan-2019	Yes	25-Oct-2018	97
Risk Management Committee	31-Jan-2019	Yes	25-Oct-2018	97
Stakeholders' Relationship Committee	31-Jan-2019	Yes	25-Oct-2018	98
Corporate Social Responsibility Committee	01-Feb-2019	Yes	25-Oct-2018	97
Science, Technology and Operations Committee	01-Feb-2019	Yes	26-Oct-2018	97

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
Note: Pursuant to Regulation 23(5) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 any transactions entered into between a holding company and its wholly owned subsidiary do not require approval of shareholders.	

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
 - a. Audit Committee - **Yes**
 - b. Nomination, Governance and Compensation (Nomination & Remuneration) Committee - **Yes**
 - c. Stakeholders' Relationship Committee - **Yes**
 - d. Risk Management Committee (applicable to the top 100 listed entities) - **Yes**
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:

The report for the quarter ended December 31, 2018 was placed before the Board of Directors at their meeting held on February 1, 2019 and this report for quarter ended March 31, 2019 is being placed before the Board of Directors at their forthcoming meeting to be held on May 17, 2019.



ANNEXURE II

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

I. Disclosure on website in terms of Listing Regulations	
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>
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	Yes
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		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	<i>16(1)(b) & 25(6)</i>	<i>Yes</i>
<i>Board composition</i>	<i>17(1)</i>	<i>Yes</i>
<i>Meeting of Board of directors</i>	<i>17(2)</i>	<i>Yes</i>
<i>Review of Compliance Reports</i>	<i>17(3)</i>	<i>Yes</i>
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	<i>Yes</i>
<i>Code of Conduct</i>	<i>17(5)</i>	<i>Yes</i>
<i>Fees/compensation</i>	<i>17(6)</i>	<i>Yes</i>
<i>Minimum Information</i>	<i>17(7)</i>	<i>Yes</i>
<i>Compliance Certificate</i>	<i>17(8)</i>	<i>Yes</i>
<i>Risk Assessment & Management</i>	<i>17(9)</i>	<i>Yes</i>
<i>Performance Evaluation of Independent Directors</i>	<i>17(10)</i>	<i>Yes</i>
<i>Composition of Audit Committee</i>	<i>18(1)</i>	<i>Yes</i>
<i>Meeting of Audit Committee</i>	<i>18(2)</i>	<i>Yes</i>
<i>Composition of nomination & remuneration committee</i>	<i>19(1) & (2)</i>	<i>Yes</i>
<i>Composition of Stakeholder Relationship Committee</i>	<i>20(1) & (2)</i>	<i>Yes</i>
<i>Composition and role of risk management committee</i>	<i>21(1),(2),(3),(4)</i>	<i>Yes</i>



<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	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. - Yes

Name : Sandeep Poddar
Designation : Company Secretary
Place : Hyderabad
Date : April 12, 2019

