

<b>General information about company</b>	
Scrip code	500660
NSE Symbol	GLAXO
MSEI Symbol	NOTLISTED
ISIN	INE159A01016
Name of the entity	GlaxoSmithKline Pharmaceuticals Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (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 Chairpers in Audit Stakehold Committ held in lis entities includin this liste entity (Re Regulatio 26(1) o Listing Regulatio
id Karnad	AAEPK2992H	00008064	Non-Executive - Non Independent Director	Chairperson		03-09-1952	No		01-04-2019			7	3	6	3	
DDARANNAIR ARAM	AANPS7428P	00016304	Non-Executive - Independent Director	Not Applicable		16-04-1953	No		30-03-2015	30-03-2020		84	4	4	7	5
U KAVIRATNE	AAKPK4721E	00032473	Non-Executive - Independent Director	Not Applicable		17-03-1944	Yes	05-09-2018	30-03-2015	30-03-2020		84	1	1	1	0
II NARAYAN A ROY	AAEPR7810F	01361110	Non-Executive - Independent Director	Not Applicable		15-05-1950	No		30-03-2015	30-03-2020		84	6	6	8	4

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (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)	Num memb in <sup>A</sup> Stake Comm includ listed (R Regu 26(1) Lis Regul
5	Mr	PRADEEP VASUDEO BHIDE	ADYPB4012C	03304262	Non-Executive - Independent Director	Not Applicable		08-01-1950	No		30-03-2015	30-03-2020		84	4	4	8
6	Ms	Sunita Maheshwari	AIEPM2652E	01641411	Non-Executive - Independent Director	Not Applicable		02-06-1966	No		18-05-2020			22	2	2	0
7	Mr	Sridhar Venkatesh	AADPV4112F	07263117	Executive Director	Not Applicable		05-06-1969	NA		01-04-2020	01-04-2022			1	0	1
8	Ms	PUJA THAKUR	ACOPT5750A	07971789	Executive Director	Not Applicable		01-11-1975	NA		01-01-2018	01-01-2021	31-03-2022		1	0	0

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (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 Independent Directorship in / Stakeholder Companies included in the list (Refer Regulation 26(1) of Listing Regulations)
9	Mr	SUBESH WILLIAMS	AGKPW2870J	07786724	Non-Executive - Non Independent Director	Not Applicable		14-05-1962	No		07-04-2021				1	0	0
10	Mr	Mark Dawson	ZZZZZ9999Z	09032378	Non-Executive - Non Independent Director	Not Applicable		19-07-1971	No		28-01-2021				1	0	0

**Text Block**

Textual Information(1)

He is Foreign National.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016304	DAMODARANNAIR SUNDARAM	Non-Executive - Independent Director	Chairperson	13-05-2013		
2	00032473	NIHAL KAVIRATNE	Non-Executive - Independent Director	Member	13-05-2013		
3	03304262	PRADEEP VASUDEO BHIDE	Non-Executive - Independent Director	Member	13-05-2013		
4	00008064	Renu Sud Karnad	Non-Executive - Non Independent Director	Member	01-04-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00032473	NIHAL KAVIRATNE	Non-Executive - Independent Director	Chairperson	13-05-2013		
2	00016304	DAMODARANNAIR SUNDARAM	Non-Executive - Independent Director	Member	18-05-2020		
3	00008064	Renu Sud Karnad	Non-Executive - Non Independent Director	Member	01-04-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00008064	Renu Sud Karnad	Non-Executive - Non Independent Director	Chairperson	01-04-2019		
2	03304262	PRADEEP VASUDEO BHIDE	Non-Executive - Independent Director	Member	13-05-2013		
3	07263117	Sridhar Venkatesh	Executive Director	Member	01-04-2020		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016304	DAMODARANNAIR SUNDARAM	Non - Executive Independent Director	Chairperson	13-05-2013		
2	00032473	NIHAL KAVIRATNE	Non - Executive Independent Director	Member	13-05-2013		
3	03304262	PRADEEP VASUDEO BHIDE	Non - Executive Independent Director	Member	13-05-2013		
4	00008064	Renu Sud Karnad	Non - Executive Non Independent Director	Member	01-04-2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01361110	ANAMI NARAYAN PREMA ROY	Non-Executive - Independent Director	Chairperson	17-04-2014		
2	01641411	Sunita Maheshwari	Non-Executive - Independent Director	Member	18-05-2020		
3	07263117	Sridhar Venkatesh	Executive Director	Member	01-04-2020		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-10-2021				Yes	10	5
2	25-11-2021		26		Yes	10	5
3		07-02-2022	73		Yes	10	5

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	29-10-2021				Yes	4	3
2	Audit Committee	25-11-2021	26			Yes	4	3
3	Audit Committee	07-02-2022	73			Yes	4	3
4	Nomination and remuneration committee	25-11-2021				Yes	3	2
5	Nomination and remuneration committee	07-02-2022				Yes	3	2
6	Nomination and remuneration committee	03-03-2022				Yes	3	2

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
7	Risk Management Committee	25-11-2021				Yes	4	3
8	Stakeholders Relationship Committee	07-02-2022				Yes	3	1

**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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
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



**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Ajay Nadkarni
2	Designation	Company Secretary and Compliance Officer

**Annexure II****Annexure II 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**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
3	Composition of various committees of board of directors	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>

**Annexure II**

**Annexure II 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**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
12	Financial results	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
13	Shareholding pattern	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
16	New name and the old name of the listed entity	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/</a>

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

**Annexure II**

<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

**Annexure II**

1	Name of signatory	Ajay Nadkarni
2	Designation	Company Secretary and Compliance Officer



**Annexure II**

<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

**Annexure II**

1	Name of signatory	Ajay Nadkarni
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	1900000000	2046000000	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<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>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<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>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations	Compliance Status	Company Remarks	
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.	Yes	Textual Information(3)	
Name	Juby Chandy		
Designation	CFO		
Place	Mumbai		
Date	19-04-2022		

**Signatory Details**

Name of signatory	Ajay Nadkarni
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	13-04-2022

