

**A. COMPLIANCE REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY A LISTED ENTITY ON A QUARTERLY BASIS**

1. **Name of the Listed Entity:** BIRLA CORPORATION LIMITED
2. **Quarter ending:** 30th June, 2025

<b>I. COMPOSITION OF BOARD OF DIRECTORS</b>												
<b>Title (Mr / Ms)</b>	<b>Name of the Director</b>	<b>PAN &amp; DIN</b>	<b>Category (Chairperson /Executive/Non- Executive/in dependent/ Nominee) &amp;</b>	<b>Initial Date of Appointment</b>	<b>Date of Re- appointment</b>	<b>Date of Cessation</b>	<b>Tenure</b>	<b>Date of Birth</b>	<b>No. of directorship in listed entities including this listed entity  [with reference to Regulation 17A]</b>	<b>No. of Independent Directorship in listed entities including this listed entity  [with reference to proviso to regulation 17A(1)] &amp; reg. 17A(2)]</b>	<b>No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of the LODR Regulations)</b>	<b>No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of the LODR Regulations)</b>
Mr.	Harsh Vardhan Lodha	-	Chairperson related to Promoter /Non- Independent/ Non-Executive	23.04.1996	—	—	—	13.02.1967	5	0	1	1
Mr.	Dilip Ganesh Karnik*	-	Non- Independent/ Non-Executive	11.11.2017	—	10.05.2025	—	10.05.1950	2	1	2	0
Mr.	Anup Singh	-	Independent/ Non-Executive	19.03.2024	19.03.2024	—	15.13 months	21.03.1945	1	1	2	1

Ms.	Chitkala Zutshi	-	Independent/ Non-Executive	19.03.2024	19.03.2024	_	15.13 months	25.03.1949	2	2	2	1
Ms.	Rajni Sekhri Sibal	-	Independent/ Non-Executive	19.03.2024	19.03.2024	_	15.13 months	12.02.1960	3	3	5	1
Dr.	Rajeev Malhotra	-	Independent/ Non-Executive	19.03.2024	19.03.2024	_	15.13 months	08.01.1964	1	1	1	0
Mr.	Sandip Ghose	-	Executive/ Managing Director & Chief Executive Officer	01.12.2022	_	_	_	17.09.1960	1	0	2	0
		Whether Regular chairperson appointed – Yes										
		Whether Chairperson is related to managing director or CEO – No										

\* Shri Dilip Ganesh Karnik ceased to be the Director of the Company with effect from close of business hours of 9th May, 2025. The details of his Directorship and Committee Membership are provided as on 9th May, 2025.

II. COMPOSITION OF COMMITTEES <i>(Only those Committees that are mandatorily required to be reported under this Section have been disclosed.)</i>					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Shri Anup Singh	Chairman- Non-Executive & Independent	01.04.2024	-
		Smt. Chitkala Zutshi	Member- Non-Executive & Independent	01.04.2024	-
		Dr. Rajeev Malhotra	Member- Non-Executive & Independent	01.04.2024	-
		Shri Sandip Ghose	Member- Executive	01.01.2023	-
2. Nomination & Remuneration	Yes	Shri Anup Singh#	Chairman- Non-Executive & Independent	01.04.2024	-

Committee		Shri Harsh Vardhan Lodha	Member- Non-Executive & Non Independent	30.03.2014	-
		Smt. Chitkala Zutshi	Member- Non-Executive & Independent	01.04.2024	-
		Smt. Rajni Sekhri Sibal	Member- Non-Executive & Independent	01.04.2024	-
3. Risk Management Committee	Yes	Smt. Chitkala Zutshi	Chairperson- Non-Executive & Independent	05.02.2025	
		Shri Dilip Ganesh Karnik*	Member- Non-Executive & Non Independent	01.04.2019	10.05.2025
		Dr. Rajeev Malhotra	Member- Non-Executive & Independent	05.02.2025	
		Shri Sandip Ghose	Member - Executive	01.01.2023	-
		Shri Aditya Saraogi	Member- Group Chief Financial Officer	01.04.2019	-
4. Stakeholders Relationship Committee	Yes	Shri Harsh Vardhan Lodha	Chairman- Non-Executive & Non Independent	20.07.2000	-
		Shri Anup Singh	Member- Non-Executive & Independent	01.04.2024	-
		Shri Sandip Ghose	Member- Executive	01.01.2023	-

# Appointed as Chairman of the Committee with effect from 05.02.2025.

\* Shri Dilip Ganesh Karnik ceased to be a Member of the Committee with effect from close of business hours of 9th May, 2025.

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
09-05-2025	Yes	7	4	28-03-2025*	41
				04-02-2025	51
* The Meeting of the Board of Directors was held on 28-03-2025 and continued till 29-03-2025.					

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)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	08-05-2025	Yes	4	3	03-02-2025	93
Stakeholders Relationship Committee	09-05-2025	Yes	3	1	04-02-2025	93

<b>Risk Management Committee</b>	-	-	-	-	29-01-2025	-
<b>Nomination &amp; Remuneration Committee</b>	08-05-2025	Yes	4	3	-	-
<b>V. Affirmations</b>						
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b> 2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee - <b>Yes</b> b. Nomination & remuneration committee- <b>Yes</b> c. Stakeholders relationship committee- <b>Yes</b> d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000) - <b>Yes</b> 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. - <b>Yes</b> 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. - <b>Yes</b> 5. The report submitted in the previous quarter has been placed before Board of Directors at its meeting held on <b>09.05.2025</b> and this report will be placed before the Board of Directors in the next meeting.						

*Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.*

**Place:** Kolkata  
**Date:** 29.07.2025

**FOR BIRLA CORPORATION LIMITED**

Sd/-

**Manoj Kumar Mehta**  
**Company Secretary & Legal Head**

Details of Cyber Security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		Yes
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		2
Sr. No.	Date of the event	Brief details of the event
1	05-05-2025	First incident occurred on 5th May 2025 when a Cloud Server was attacked, resulting in temporary restricted access to the server. The Company was able to restore it from backup within around 3 hours with no loss of data or impact on operations.
2	17-06-2025	Second incident occurred on 17th June 2025 where the Company encountered a malware outbreak that affected few systems across locations. Through rapid escalation, strategic collaboration with Microsoft Partner, Antivirus vendor and internal actions to control, the outbreak was contained, and systems were restored to normal operations. While there was no impact on business operations, some end-user machines experienced data loss. Critical data was recovered from backups. This malware also impacted few windows servers which were also restored successfully from latest available backup.

**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	02
No. of investor complaints received during the Quarter	00
No. of investor complaints disposed off during the Quarter	02
No. of investor complaints those remaining unresolved at the end of the Quarter	00

**C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES**

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1.	CGE II Hybrid Energy Private Limited	19-05-2025	0	6.04%	6.04%

**D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY**

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
	There were no instances which are required to be reported for the quarter ended 30th June, 2025.				

**E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES**

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
	Not applicable as there are no updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III.			