

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: 31st December, 2025

I. COMPOSITION OF BOARD OF DIRECTORS													
Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/Non- Executive/In dependent/ Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	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)	
Mr.	Harsh Vardhan Lodha	00394094	Chairperson related to Promoter /Non- Independent/ Non-Executive	23.04.1996	—	—	—	13.02.1967	5	0	1	1	
Mr.	Anup Singh	00044804	Independent/ Non-Executive	19.03.2024	19.03.2024	—	21.13 months	21.03.1945	1	1	2	1	
Ms.	Chitkala Zutshi	07684586	Independent/ Non-Executive	19.03.2024	19.03.2024	—	21.13 months	25.03.1949	2	2	2	1	

Ms.	Rajni Sekhri Sibal	09176377	Independent/ Non-Executive	19.03.2024	19.03.2024	–	21.13 months	12.02.1960	3	3	5	1
Dr.	Rajeev Malhotra	09824055	Independent/ Non-Executive	19.03.2024	19.03.2024	–	21.13 months	08.01.1964	1	1	1	0
Mr.	Sandip Ghose	08526143	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										

II. COMPOSITION OF COMMITTEES (Only those Committees that are mandatorily required to be reported under this Section have been disclosed.)

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 Committee	Yes	Shri Anup Singh#	Chairman - Non-Executive & Independent	01.04.2024	-
		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	
		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 Chairperson of the Committee with effect from 05.02.2025.

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)
07-11-2025	Yes	6	4	30-07-2025	99

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	06-11-2025	Yes	4	3	29-07-2025	99
Stakeholders Relationship Committee	07-11-2025	Yes	3	1	30-07-2025	99
Risk Management Committee	-	-	-	-	17-07-2025	-

V. 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 & remuneration committee- **Yes**
 - c. Stakeholders relationship committee- **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000) - **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**

The report submitted in the previous quarter has been placed before Board of Directors at its meeting held on **07.11.2025** 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: 19.01.2026

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	No
Other details of cyber security incidence or breaches or loss of data event	Not Applicable
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	Not Applicable

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	00
No. of investor complaints received during the Quarter	01
No. of investor complaints disposed off during the Quarter	01
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
01.	CGE II Hybrid Energy Private Limited	05-11-2025	6.04%	-4.28%	1.76%

Note: The Company had acquired 6.04% equity shares of CGE II Hybrid Energy Private Limited (CGEIIHEPL) on 19th May, 2025. Post-acquisition, CGEIIHEPL had converted its Compulsory Convertible Debentures into equity shares on various occasions, which resulted in a dilution of the Company's shareholding in CGEIIHEPL from 6.04% to 1.76%.

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 31st December, 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.				