

Quarterly Compliance Report on Corporate Governance for quarter ended 31st December 2018 Pursuant to Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (ANNEXURE – I)

ANNEXURE – I

1. Name of Listed Entity: BIRLA CORPORATION LIMITED

2. Quarter ending: 31st December, 2018

I. Composition of Board Directors								
Title (Mr. / Ms)	Name of the Director	PANs & DIN	Category (Chairperson / Executive/ Non-Executive/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listed Regulations)	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in Listed entities including this Listed entity (Refer Regulation 26(1) of Listing Regulations)
Shri	Harsh V. Lodha	AASPH5152N/ 00394094	Chairperson/ Non-Independent/ Non-Executive	21.08.2014	-	5	0	1
Shri	Pracheta Majumdar	AACPM7543E/ 00179118	Executive/ Whole time Director designated as Chief Management Advisor	20.05.2018	-	2	2	-
Shri	Vikram Swarup	ASDPS2724E/ 00163543	Independent/ Non- executive	01.04.2014	5 years	1	2	1
Shri	Anand Bordia	AAMPA7974R / 00679165	Independent/ Non- executive	01.04.2014	5 years	2	2	-
Shri	Brij Behari Tandon	AAAPT1143M/ 00740511	Independent/ Non- executive	01.04.2014	5 years	5	5	2
Shri	Dhruba Narayan Ghosh	AAGPG8917L/ 00012608	Independent/ Non- executive	01.04.2014	5 years	1	-	-
Dr.	Deepak Nayyar	AAAPN0489Q/ 00348529	Independent/ Non- executive	01.04.2014	5 years	1	2	-

Ms.	Shailaja Chandra	AACPC1826A/ 03320688	Independent/ Non-executive	05.02.2015	5 years	3	1	-
Shri	Bachh Raj Nahar	ADAPN8162B/ 00049895	Managing Director/Executive	03.08.2014	-	2	1	-
Shri	Dilip Ganesh Karnik	ACJPK3295N /06419513	Director/ Non-Independent/ Non-Executive	11.11.2017	-	4	2	-

II. Composition of Committees

Name of Committee	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson / Executive/ Non-Executive/ Nominee)
1. Audit Committee	Shri Vikram Swarup Shri Anand Bordia Shri Brij Behari Tandon Dr. Deepak Nayyar	15.06.2005 31.01.2007 27.01.2009 20.05.2013		Chairman Member Member Member
2. Nomination & Remuneration Committee	Shri Vikram Swarup Shri Harsh V. Lodha Shri Anand Bordia Shri Brij Behari Tandon Dr. Deepak Nayyar	31.01.2005 30.03.2014 07.05.2009 07.05.2009 20.05.2013		Chairman Member Member Member Member
3. Risk Management Committee	Not Applicable			
4. Stakeholders Relationship Committee	Shri Harsh V. Lodha Shri Pracheta Majumdar Shri Vikram Swarup Shri Bachh Raj Nahar	20.07.2000 21.07.2010 21.07.2010 30.10.2006		Chairman Member Member Member

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meetings (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
07.08.2018	30.10.2018	69 days
21.08.2018		

IV. Meeting of Committees

Date(s) of Meetings (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committees in previous quarter	Maximum gap between any two consecutive (in number of days)*
29.10.2018 (Audit)	yes	06.08.2018	83 days
30.10.2018 (Nomination & Remuneration)	yes	-	-
30.10.2018 (Stakeholders Relationship)	yes	07.08.2018	83 days

* This information has to be mandatory be given for audit committee, rest of the committee giving this information is optional	
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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
VI. Affirmations	
1. The composition of the Board of Directors is in the 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:-	
	<ul style="list-style-type: none"> a. Audit Committee – Yes. b. Nomination & remuneration committee – Yes. c. Stakeholders relationship committee - Yes d. Risk Management committee (Not Applicable)
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 committee have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 – Yes.	
5. The Report submitted in the previous quarter has been placed before the Board of Directors at its meeting held on 30.10.2018 and this report will be place before the Board of Directors in the next Meeting.	

Yours faithfully
For **BIRLA CORPORATION LIMITED**

(GIRISH SHARMA)

**Jt. President (Indirect Taxes)
& Company Secretary**