

Pursuant to SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 we give below the compliance report on Corporate Governance as under:

Name of the Company: ACC Limited

Financial Year ended: 31st December, 2017

I Disclosure on website in terms of Listing Regulations				
Item		Compliance Status (Yes/No/NA)	Remarks	
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		
E-mail address for grievance redressal and other and other relevant details		Yes		
Financial Results		Yes		
Shareholding Pattern		Yes		
Details of Agreements entered into with the media companies and/or their associates		NA		
New name and the old name of the listed entity		NA		
II Annual Affirmations				
Particulars		Regulation Number	Compliance Status (Yes/No/NA)	Remarks
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'		16(1)(b) & 25(6)	Yes	
Board Composition		17(1)	Yes	
Meeting of Board of Directors		17(2)	Yes	
Review of Compliance Reports		17(3)	Yes	
Plans for orderly succession for appointments		17(4)	Yes	
Code of Conduct		17(5)	Yes	
Fees/compensation		17(6)	Yes	

Particulars	Regulation Number	Compliance Status (Yes/No/NA)	Remarks
Minimum information	17(7)		
Compliance Certificate	17(8)	Yes	
Risk Assessment and Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of Risk Management Committee	21(1),(2), (3), (4)	Yes	
Vigil Mechanism	22	Yes	
Policy for Related Party Transaction	23(1),(5)(6) (7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	NA	
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of Independent Directors	25(3) & (4)	Yes	
Familiarization of Independent Directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to Code of Conduct from Members of the Board of Directors and Senior Management Personnel	26(3)	Yes	
Disclosure of Shareholding by Non Executive Directors	26(4)	Yes	
Policy with respect to obligations of Directors and Senior Management	26(2) & 26(5)		

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed entity has no related party transactions, the words "NA" may be indicated.
2. If status is "No" details of non compliance may be given here
3. If the Listed Entity would like to provide any other information the same may be indicated here.

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

Ramaswami Kalidas
Company Secretary & Head Compliance