



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

Quarter ending on: 31st March, 2017

I Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	No. of Directorships in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee including this listed entity	No. of post of chairperson on Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees	Remarks
Mr	Narotam Satyanarayan Sekhsaria	AALPS0205L00276351	Chairperson/ Non Executive/ Non Independent	27.12.1999		2	0	0	Nomination & Remuneration	
Mr	Eric Carl Olsen	ZZZZZ9999Z07238383	Non Executive/ Non Independent	17.07.2015		2	0	0	Nomination & Remuneration	
Mr	Neeraj Akhoury	AAWPA5310M07419090	Executive	16.12.2016	5	1	1	0	Stakeholders'/Risk/CSR/Compliance	Appointed as MD&CEO w.e.f. 04.02.2017
Mr	Martin Kriegner	AKPPK7394A00077715	Non Executive/ Non Independent	11.02.2016		2	2	0	Audit/ Nomination & Remuneration	

Title (Mr./ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee	Date of Appointment in the current term/ cessation	Tenure	No. of Directorships in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee including this listed entity	No. of post of chairperson on Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees	Remarks
Mr	Shailesh Vishnubhai Haribhakti	AAAPH0574L 00007347	Non Executive/ Independent	24.07.2014	5	7	7	4	Stakeholders/ Risk/ Nomination & Remuneration	
Mr	Sushil Kumar Roongta	AAAPR4551P 00309302	Non Executive/ Independent	24.07.2014	5	4	3	1	Audit/Risk	
Mr	Ashwin Suryakant Dani	AAAPD5464H 00009126	Non Executive/ Independent	24.07.2014	5	5	5	2	Audit/ Nomination & Remuneration	
Mr	Farrokh Kaikhushru Kavarana	AAFPK2634R 00027689	Non Executive/ Independent	24.07.2014	5	2	3	1	Audit/ Nomination & Remuneration/ Stake holders	
Mr	Vijay Kumar Sharma	ABKPS6305H 02449088	Non Executive/ Non Independent	06.02.2014		3	0	0		
Mr	Arunkumar Ramanlal Gandhi	AADPG1145R 00007597	Non Executive- Independent	24.04.2014	5	3	2	1	Audit	

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	No. of Directorships in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee including this listed entity	No. of post of chairperson on Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees	Remarks
Mrs	Falguni Sanjay Nayar	ABHPN4229N00003633	Non Executive/ Independent	24.04.2014	5	4	2	0	Risk	
Mr	Christof Werner Hassig	ZZZZZ9999Z01680305	Non Executive/ Non Independent	09.12.2015		2	0	0		
Mr	Harish Badami	AAWPB0277A02298385	Executive	13.08.2014	5	1	1	0	Stakeholders/ Risk	Ceased to be CEO&MD w.e.f. 04.02.2017

Composition of Committee

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
Audit Committee	Mr Arunkumar Gandhi	Chairperson/Non Executive/Independent
	Mr Sushil Kumar Roongta	Non Executive/Independent
	Mr Ashwin Dani	Non Executive/Independent
	Mr Farrokh K Kavarana	Non Executive/Independent
	Mr Martin Kriegner	Non Executive
Nomination & Remuneration Committee	Mr Ashwin Dani	Chairperson/Non Executive/Independent
	Mr N S Sekhsaria	Non Executive
	Mr Shailesh Haribhakti	Non Executive/Independent
	Mr Farrokh K Kavarana	Non Executive/Independent
	Mr Eric Olsen	Non Executive
	Mr Martin Kriegner	Non Executive

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)	
Risk Management Committee	Mr Shailesh Haribhakti	Chairperson/Non Executive/Independent	
	Mrs Falguni Nayar	Non Executive/Independent	
	Mr Sushil Kumar Roongta	Non Executive/Independent	
	Mr Neeraj Akhoury	Executive	
Stakeholders' Relationship Committee	Mr Farrokh K Kavarana	Chairperson/Non Executive/Independent	
	Mr Shailesh Haribhakti	Non Executive/Independent	
	Mr Neeraj Akhoury	Executive	
Corporate Social Responsibility Committee	Mr Shailesh Haribhakti	Chairperson/Non Executive/Independent	
	Mrs Falguni Nayar	Non Executive/Independent	
	Mr Farrokh K Kavarana	Non Executive/Independent	
	Mr Neeraj Akhoury	Executive	
Other Committee - Compliance Committee	Mr Farrokh K Kavarana	Chairperson/Non Executive/Independent	
	Mr Shailesh Haribhakti	Non Executive/Independent	
	Mr Sushil Kumar Roongta	Non Executive/Independent	
	Mr Neeraj Akhoury	Executive	
III Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive Meetings (in number of days)	
17 th December 2016	3 rd February 2017	47 days	
16 th December 2016			
21 st October 2016			
IV Meeting of Committees			
Date(s) of Meeting of the Committee (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee			
2 nd February 2017	Yes, 5 out of 5 Members	14 th December 2016	49 days
		21 st November 2016	
		21 st October 2016	

Stakeholders' Relationship Committee			
2 nd February 2017	Yes, 3 out of 3 Members	28 th November 2016	65 days
Date(s) of Meeting of the Committee (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Nomination & Remuneration Committee			
3 rd February 2017	Yes, 4 out of 6 Members	16 th December 2016	48 days
21 st March 2017	Yes, 4 out of 6 Members	14 th December 2016	
		5 th December 2016	
		28 th November 2016	
Risk Management Committee			
NIL		28 th November 2016	-
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			NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes

VI 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 - 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
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

The quarterly compliance report for the quarter ended 31st December 2016 was taken on record by the Board of Directors at the Board Meeting held on 3rd February 2017.

The quarterly compliance report for the quarter ended 31st March 2017 will be placed before the Board of Directors at the forthcoming Board Meeting to be held in April 2017.

Neeraj Akhoury
Managing Director & Chief Executive Officer