



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:** December 31, 2022

<b>I Composition of Board of Directors</b>											
<b>Title (Mr./ Mrs.)</b>	<b>Name of the Director</b>	<b>PAN &amp; DIN</b>	<b>Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee)</b>	<b>Initial Date of Appointment</b>	<b>Date of Re-appointment</b>	<b>Date of Cessation</b>	<b>Tenure (In months)</b>	<b>No. of Directorship in listed entities incl. this listed entity</b>	<b>No. of Independent Directorships in listed entities incl. this listed entity</b>	<b>Number of memberships in Audit/ Stakeholders' Committee incl. this listed entity</b>	<b>No. of post of chairperson on audit/stakeholder Committee held in listed entities including this listed entity</b>
Mr	Karan Adani Dt. Of birth: 07.04.1987	AIQPA6672F 03088095	Chairperson related to Promoter - Non Executive - Non Independent	16.09.2022	-	-	NA	3	0	3	0
Mr	Vinay Prakash Dt. Of birth: 28.06.1973	AEOPP8022P 03634648	Non Executive - Non Independent	16.09.2022	-	-	NA	2	0	0	0
Mr	Arun Kumar Anand Dt. Of birth: 01.05.1962	ABHPA1150D 08964078	Non Executive - Non Independent	16.09.2022	-	-	NA	1	0	0	0
Mr	Sandeep Singhi Dt. Of birth: 06.04.1966	ACAPS7055B 01211070	Non Executive/ Independent	16.09.2022	-	-	3.5	3	3	5	2
Mr	Nitin Shukla Dt. Of birth: 14.04.1952	ACIPS7349Q 00041433	Non Executive/ Independent	16.09.2022	-	-	3.5	4	4	4	0
Mr	Rajeev Agarwal Dt. Of birth: 12.10.1958	AADPA7329R 07984221	Non Executive/ Independent	16.09.2022	-	-	3.5	3	3	6	3

Mr	Ajay Kapur Dt. Of birth: 11.11.1965	ADYPK9189P 03096416	Executive - CEO	03.12.2022	-	-	NA	2	0	2	0
Ms	Ameera Shah Dt. Of birth: 24.09.1979	AUXPS8105R 00208095	Non Executive/ Independent	03.12.2022	-	-	1	3	2	3	0
Mr	Sridhar Balakrishnan Dt. Of birth: 13.09.1970	ACPPS1861E 08699523	Executive - CEO	21.02.2020	-	03.12.2022	NA	1	0	1	0

Whether Regular chairperson appointed : Yes

Whether Chairperson is related to managing director or CEO : No

- Note:**
- The membership depicted hereinabove includes the memberships in the unlisted public companies as well.**
  - Also, the chairmanships depicted hereinabove includes the chairmanship in the unlisted public companies as well.**
  - The directorships and memberships/ chairmanships of committee's depicted hereinabove for Mr. Sridhar Balakrishnan who ceased to be on the Board of the Company is up to the date of his cessation i.e. 03.12.2022.**

II Composition of Committee							
Name of the Committee	DIN No.	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive/Non Executive/Independent/Nominee)	Dt of appointment on the Committees	Dt of cessation on the Committees	Remarks
Audit Committee	01211070	Yes	Mr Sandeep Singhi	Chairperson-Non Executive- Independent	16.09.2022	-	-
	07984221		Mr Rajeev Agarwal	Non Executive-Independent	16.09.2022	-	-
	07984221		Mr Nitin Shukla	Non Executive-Independent	16.09.2022	-	-
Nomination & Remuneration Committee	00041433	Yes	Mr Nitin Shukla	Chairperson-Non Executive- Independent	16.09.2022	-	-
	07984221		Mr Rajeev Agarwal	Non Executive-Independent	16.09.2022	-	-
	01211070		Mr Sandeep Singhi	Non Executive-Independent	16.09.2022	-	-
Risk Management Committee	08699523	Yes	Mr Sridhar Balakrishnan	Executive	21.02.2020	03.12.2022	-

	00041433		Mr Nitin Shukla	Chairperson-Non Executive- Independent	16.09.2022	-	-
	01211070		Mr Sandeep Singhi	Non Executive- Independent	16.09.2022	-	-
	03634648		Mr Vinay Prakash	Non Executive- Non Independent	16.09.2022	-	-
	03096416		Mr Ajay Kapur	Executive	03.12.2022	-	-
Stakeholders' Relationship Committee	08699523	Yes	Mr Sridhar Balakrishnan	Executive	21.02.2020	03.12.2022	-
	07984221		Mr Rajeev Agarwal	Chairperson-Non Executive- Independent	16.09.2022	-	-
	01211070		Mr Sandeep Singhi	Non Executive- Independent	16.09.2022	-	-
	03088095		Mr Karan Adani	Non Executive- Non- Independent	16.09.2022	-	-
	03096416		Mr Ajay Kapur	Executive	03.12.2022	-	-
Corporate Social Responsibility Committee	00041433	Yes	Mr Nitin Shukla	Chairperson-Non Executive- Independent	16.09.2022	-	-
	07984221		Mr Rajeev Agarwal	Non Executive- Independent	16.09.2022	-	-
	03634648		Mr Vinay Prakash	Non Executive- Non- Independent	16.09.2022	-	-

III Meeting of Board of Directors					
Date of the Meeting in the previous quarter	Date of the Meeting in the relevant quarter	Whether requirement of Quorum met	Maximum gap between any two consecutive Meetings (in number of days)	No. of Directors present	No. of Independent Directors attending the Meeting
July 14, 2022	October 17, 2022	Yes	30	06	03
September 16, 2022	December 3, 2022	Yes	46	06	03
September 16, 2022					
IV Meeting of Committees					
Date of the Meeting in the previous quarter	Date of the Meeting in the relevant quarter	Whether requirement of Quorum met	Maximum gap between any two consecutive Meetings (in number of days)	No. of Directors present	No. of Independent Directors attending the Meeting
Audit Committee					
July 14, 2022	October 17, 2022	Yes	30	03	03
July 26, 2022					
September 16, 2022					

<b>Nomination &amp; Remuneration Committee</b>					
September 16, 2022	December 3, 2022	Yes	77	03	03
September 16, 2022					
<b>Risk Management Committee</b>					
-	December 1, 2022	Yes	-	02	02
<b>V Related Party Transactions</b>					
<b>Subject</b>					<b>Compliance Status (Yes/No/NA)</b>
1. Whether prior approval of Audit Committee obtained					Yes
2. Whether shareholder approval obtained for material RPT					Yes
3. Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee					Yes
<b>Note:</b> The Company at its AGM held on April 21, 2022 has obtained prior approval of the members of the Company for entering into material RPTs with Ambuja Cements Ltd (Holding Co.) for the period Jan- Dec 22 upto a maximum aggregate value of Rs. 3,500 cr in the ordinary course of business and at arm's length basis.					
<b>VI Affirmations</b>					
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>    a. Audit Committee - Yes</p> <p>    b. Nomination &amp; Remuneration Committee - Yes</p> <p>    c. Stakeholders' Relationship Committee - Yes</p> <p>    d. Risk Management Committee - Yes</p> <p>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</p> <p>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</p> <p>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:</p> <p>    The quarterly compliance report for the quarter ended September 30, 2022 was taken on record by the Board of Directors at the Board Meeting held on October 17, 2022.</p> <p>    The quarterly compliance report for the quarter ended December 31, 2022 shall be placed before the Board of Directors at its forthcoming Meeting of the Board</p>					
<p>Vinod Bahety Chief Financial Officer</p>					