



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, 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	Jan Jenisch	ZZZZZ9999Z07957196	Non Executive/ Non Independent	17.10.2017		2	0	0		Appointed as an Additional Director w.e.f. 17.10.2017
Mr	Neeraj Akhoury	AAWPA5310M07419090	Executive	16.12.2016	5	1	1	0	Stakeholders'/Risk/CSR/Compliance	
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	AAAPH0574L00007347	Non Executive/ Independent	24.07.2014	5	7	7	4	Stakeholders/ Risk/ Nomination & Remuneration/ Compliance	
Mr	Sushil Kumar Roongta	AAAPR4551P00309302	Non Executive/ Independent	24.07.2014	5	5	3	1	Audit/Risk/ Compliance	
Mr	Ashwin Suryakant Dani	AAAPD5464H00009126	Non Executive/ Independent	24.07.2014	5	5	5	2	Audit/ Nomination & Remuneration	
Mr	Farrokh Kaikhushru Kavarana	AAFPK2634R00027689	Non Executive/ Independent	24.07.2014	5	2	3	1	Audit/ Nomination & Remuneration/ Stakeholders/ Compliance	
Mr	Vijay Kumar Sharma	ABKPS6305H02449088	Non Executive/ Non Independent	06.02.2014		3	0	0		
Mr	Arunkumar Ramanlal Gandhi	AADPG1145R00007597	Non Executive- Independent	24.04.2014	5	3	3	1	Audit/ Stakeholders	



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	7	4	1	Risk	
Mr	Christof Werner Hassig	ZZZZZ9999Z01680305	Non Executive/ Non Independent	09.12.2015		2	0	0		

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 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 Arunkumar Gandhi	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)	
25 th September 2017	17 th October 2017	21 days	
17 th July 2017	8 th December 2017	51 days	
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			
16 th October 2017	Yes, 4 out of 5 Members	25 th September 2017	20 days
6 th December 2017	Yes, 4 out of 5 Members	17 th July 2017	50 days
Stakeholders' Relationship Committee			
16 th October 2017	Yes, 3 out of 3 Members	7 th July 2017	100 days
6 th December 2017	Yes, 3 out of 3 Members		50 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			
17 th October 2017	Yes, 5 out of 5 Members	5 th September 2017	41 days
7 th December 2017			50 days
Risk Management Committee			
16 th October 2017	Yes, 4 out of 4 Members	7 th July 2017	100 days
CSR Committee			
6 th December 2017	Yes, 3 out of 4 Members	-	-
Compliance Committee			
16 th October 2017	Yes, 4 out of 4 Members	7 th July 2017	100 days
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 30th September 2017 was taken on record by the Board of Directors at the Board Meeting held on 17th October 2017.

The quarterly compliance report for the quarter ended 31st December 2017 shall be placed before the Board of Directors at its forthcoming Meeting to be held in February 2018.

Ramaswami Kalidas
Company Secretary & Head Compliance