



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: June 30, 2019

I Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee	Initial Date of Appointment	Date of Re-appointment	Tenure	No. of Directorships in listed entities including this listed entity	No. of Independent 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
Mr	Narotam Satyanarayan Sekhsaria Dt. Of birth: 21.09.1949	AALPS0205L 00276351	Chairperson related to Promoter Non Executive/ Non Independent	27.12.1999			3	0	0	0
Mr	Jan Jenisch Dt. Of birth: 02.09.1966	BUMPJ2301Q 07957196	Non Executive/ Non Independent	17.10.2017			2	0	0	0
Mr	Neeraj Akhoury Dt. Of birth: 17.09.1968	AAWPA5310M 07419090	Executive	16.12.2016		5	1	0	1	0
Mr	Martin Kriegner Dt. Of birth: 06.09.1961	AKPPK7394A 00077715	Non Executive/ Non Independent	11.02.2016			2	0	2	0

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee	Initial Date of Appointment	Date of Re-appointment	Tenure	No. of Directorships in listed entities including this listed entity	No. of Independent 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
Mr	Shailesh Vishnubhai Haribhakti Dt. Of birth: 12.03.1956	AAAPH0574L00007347	Non Executive/ Independent	24.07.2014		5	7	7	7	3
Mr	Sushil Kumar Roongta Dt. Of birth: 09.05.1950	AAAPR4551P00309302	Non Executive/ Independent	24.07.2014		5	6	3	1	1
Mr	Vijay Kumar Sharma Dt. Of birth: 19.12.1958	ABKPS6305H02449088	Non Executive/ Non Independent	06.02.2014		-	3	0	1	1
Mrs	Falguni Sanjay Nayar Dt. Of birth: 19.02.1963	ABHPN4229N00003633	Non Executive/ Independent	24.04.2014	24.04.2019	5	4	4	2	0
Mr	Christof Werner Hassig Dt. Of birth: 25.04.1958	BAGPH2781E01680305	Non Executive/ Non Independent	09.12.2015			2	0	1	0

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/NonExecutive/Independent/Nominee)	Initial Date of Appointment	Date of Re-appointment	Tenure	No. of Directorships in listed entities including this listed entity	No. of Independent 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
Mr	D Sundaram Dt. Of birth: 16.04.1953	AANPS7428P 00016304	Non Executive/Independent	22.03.2019		5	5	4	7	5
Mr	Vinayak Chatterjee Dt. Of birth: 30.08.1959	AABPC2139H 00008933	Non Executive/Independent	22.03.2019		5	4	4	1	0
Mr	Sunil Mehta Dt. Of birth: 22.08.1957	AEBPM7132A 00065343	Non Executive/Independent	22.03.2019		5	3	2	2	1

Composition of Committee

Name of the Committee	DIN No.	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)	Dt of appointment on the Committees	Dt of cessation on the Committees
Audit Committee	00016304	Mr D Sundaram	Chairperson/Non Executive/Independent	27.03.2019	
	00077715	Mr Martin Kriegner	Non Executive/Non Independent	11.02.2016	
	00309302	Mr Sushil Kumar Roongta	Non Executive/Independent	26.04.2011	
	00008933	Mr Vinayak Chatterjee	Non Executive/Independent	27.03.2019	
	00065343	Mr Sunil Mehta	Non Executive/Independent	27.03.2019	
Nomination & Remuneration Committee	00007347	Mr Shailesh Haribhakti	Chairperson/Non Executive/Independent	27.03.2019	
	00276351	Mr N S Sekhsaria	Non Executive/Non Independent	24.04.2014	
	00077715	Mr Martin Kriegner	Non Executive/Non Independent	11.02.2016	
	00008933	Mr Vinayak Chatterjee	Non Executive/Independent	27.03.2019	

Name of the Committee	DIN No.	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)	Dt of appointment on the Committees	Dt of cessation on the Committees
Risk Management Committee	00003633	Mrs Falguni Nayar	Chairperson/Non Executive/Independent	27.03.2019	
	00007347	Mr Shailesh Haribhakti	Non Executive/Independent	27.03.2019	
	00309302	Mr Sushil Kumar Roongta	Non Executive/Independent	17.12.2016	
	02449088	Mr Vijay Kumar Sharma	Non Executive/Non Independent	27.03.2019	
	07419090	Mr Neeraj Akhoury	Executive	04.02.2017	
Stakeholders' Relationship Committee	00065343	Mr Sunil Mehta	Chairperson/Non Executive/Independent	27.03.2019	
	00007347	Mr Shailesh Haribhakti	Non Executive/Independent	24.04.2014	
	01680305	Mr Christof Hassig	Non Executive/Non Independent	27.03.2019	
	07419090	Mr Neeraj Akhoury	Executive	04.02.2017	
Corporate Social Responsibility Committee	00007347	Mr Shailesh Haribhakti	Chairperson/Non Executive/Independent	07.02.2014	
	00003633	Mrs Falguni Nayar	Non Executive/Independent	24.04.2014	
	02449088	Mr Vijay Kumar Sharma	Non Executive/Non Independent	27.03.2019	
	01680305	Mr Christof Hassig	Non Executive/Non Independent	27.03.2019	
	07419090	Mr Neeraj Akhoury	Executive	04.02.2017	
Other Committee – Compliance Committee	00309302	Mr Sushil Kumar Roongta	Chairperson/Non Executive/Independent		
	00007347	Mr Shailesh Haribhakti	Non Executive/Independent		
	00016304	Mr D Sundaram	Non Executive/Independent		
	07419090	Mr Neeraj Akhoury	Executive		

III Meeting of Board of Directors

Date of the Meeting in the previous quarter	Date of the Meeting in the relevant quarter	Maximum gap between any two consecutive Meetings (in number of days)	No. of Directors present	No. of Independent Directors attending the Meeting
5 th February 2019	23 rd April 2019	76 days	11	06

IV Meeting of Committees				
Date of the Meeting in the previous quarter	Date of the Meeting in the relevant quarter	Maximum gap between any two consecutive Meetings (in number of days)	No. of Directors present	No. of Independent Directors attending the Meeting
Audit Committee				
4 th February 2019	23 rd April 2019	77 days	05	04
Stakeholders' Relationship Committee				
4 th February 2019	22 nd April 2019	76 days	03	02
Nomination & Remuneration Committee				
4 th February 2019	10 th April 2019	64 days	04	02
CSR Committee				
3 rd December 2018	22 nd April 2019	139 days	04	02
Risk Management Committee				
3 rd December 2018	22 nd April 2019	139 days	05	03
Compliance Committee				
4 th February 2019	22 nd April 2019	76 days	04	03
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 March 31, 2019 was taken on record by the Board of Directors at the Board Meeting held on April 23, 2019.

The quarterly compliance report for the quarter ended June 30, 2019 shall be placed before the Board of Directors at its forthcoming Meeting to be held in July 2019.

Ramaswami Kalidas
Company Secretary & Head Compliance
FCS: 2440



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: December 31, 2019

I Affirmations		
Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)
Copy of the Annual Report including balance sheet, profit and loss account, directors' report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of Nomination & Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether Corporate Governance Report disclosed in the Annual Report	34(3) read with para C of Schedule V	Yes
Note: <ol style="list-style-type: none">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 here3. If the Listed Entity would like to provide any other information the same may be indicated here.		
Ramaswami Kalidas Company Secretary & Head Compliance FCS: 2440		