



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, 2020

I Composition of Board of Directors											
Title (Mr./Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure (In months)	No. of Directorship in listed entities incl. this listed entity	No. of Independent Directorships in listed entities incl. this listed entity	Number of memberships in Audit/Stakeholders' Committee incl. 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	Sridhar Balakrishnan Dt. Of birth: 13.09.1970	ACPPS1861E 0008699523	Executive	21.02.2020				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./Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure(In months)	No. of Directorship in listed entities incl. this listed entity	No. of Independent Directorships in listed entities incl. this listed entity	Number of memberships in Audit/Stakeholders' Committee incl. this listed entity	No. of post of chairperson in 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	24.07.2019		71	7	7	10	5
Mr	Sushil Kumar Roongta Dt. Of birth: 09.05.1950	AAAPR4551P00309302	Non Executive - Independent	24.07.2014	24.07.2019		71	5	3	6	2
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		74	3	3	2	1
Mr	D Sundaram Dt. Of birth: 16.04.1953	AANPS7428P00016304	Non Executive/ Independent	22.03.2019			15	5	4	8	5
Mr	Vinayak Chatterjee Dt. Of birth: 30.08.1959	AABPC2139H00008933	Non Executive - Independent	22.03.2019			15	3	3	1	0

Tit/le (Mr./Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure(In months)	No. of Directorships in listed entities incl. this listed entity	No. of Independent Directorships in listed entities incl. this listed entity	Number of memberships in Audit/Stakeholders' Committee incl. this listed entity	No. of post of chairperson on audit/stakeholder Committee held in listed entities including this listed entity
Mr	Sunil Mehta Dt. Of birth: 22.08.1957	AEBPM7132A 00065343	Non Executive/ Independent	22.03.2019			15	2	1	2	1
Mr	Neeraj Akhoury Dt. Of birth: 17.09.1968	AAWPA5310M 07419090	Non Executive Director w.e.f. 21.02.2020	21.02.2020				2	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/chairmanships in the unlisted public companies as well.*
- Also, the chairmanships depicted hereinabove includes the chairmanship in the unlisted public companies as well.*

II Composition of Committee

Name of the Committee	DIN No.	Whether Regular chairpersons on appointed	Name of Committee Members	Category (Chairperson / Executive/ Non Executive/ Independent/ Nominee)	Dt appointment of the Committees	Dt cessation on the Committees	Remarks
Audit Committee	00016304	Yes	Mr D Sundaram	Chairperson-Non Executive-Independent	27.03.2019		
	00077715		Mr Martin Kreigner	Non Executive-Non Independent	11.02.2016		
	00309302		Mr S K	Non Executive-	26.04.2011		

			Roongta	Independent		
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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	00008933		Mr Vinayak Chatterjee	Non Executive-Independent	27.03.2019		
	00065343		Mr Sunil Mehta	Non Executive-Independent	27.03.2019		
Nomination & Remuneration Committee	00007347	Yes	Mr Shailesh Haribhakti	Chairperson-Non Executive-Independent	13.12.2006		Appointed as Member of the Compensation Committee w.e.f. 13.12.2006 Appointed as Chairman of the N&R Committee w.e.f. 27.03.2019
	00276351		Mr N S Sekhsaria	Non Executive-Non Independent	31.05.2000		
	00077715		Mr Martin Kriegner	Non Executive - Non Independent	11.02.2016		
	00008933		Mr Vinayak Chatterjee	Non Executive - Independent	27.03.2019		
Risk Management Committee	00003633	Yes	Mrs Falguni Nayar	Chairperson-Non Executive-Independent	24.04.2014		Appointed as Member on the Committee w.e.f. 24.04.2014 Appointed as Chairperson of the Committee w.e.f. 27.03.2019
	00007347		Mr Shailesh Haribhakti	Non Executive - Independent	24.04.2014		Appointed as Member on the Committee w.e.f. 24.04.2014 Appointed as Chairman of the Committee w.e.f. 30.10.2014 Appointed as Member w.e.f. 27.03.2019
	00309302		Mr Sushil Kumar Roongta	Non Executive - Independent	17.12.2016		

Risk Management Committee	02449088		Mr Vijay Kumar Sharma	Non Executive - Non Independent	27.03.2019		
	0008699523		Mr Sridhar Balakrishnan	Executive	21.02.2020		Appointed as Member w.e.f. 21.02.2020
Stakeholders' Relationship Committee	00065343	Yes	Mr Sunil Mehta	Chairperson - Non Executive - Independent	27.03.2019		
	00007347		Mr Shailesh Haribhakti	Non Executive - Independent	24.04.2014		
	0008699523		Mr Sridhar Balakrishnan	Executive	21.02.2020		Appointed as Member w.e.f. 21.02.2020
Corporate Social Responsibility & Sustainability Committee	00007347	Yes	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		
	07419090		Mr Neeraj Akhoury	Non Executive - Non Independent	21.02.2020		
	0008699523		Mr Sridhar Balakrishnan	Executive	21.02.2020		Appointed as Member w.e.f. 21.02.2020
Other Committee – Compliance Committee	00309302	Yes	Mr Sushil Kumar Roongta	Chairperson - Non Executive - Independent	17.12.2016		Appointed as Member w.e.f. 17.12.2016 Appointed as Chairman w.e.f. 27.03.2019
	00007347		Mr Shailesh Haribhakti	Non Executive - Independent	31.01.2008		

Other Committee – Compliance Committee	00016304	Mr D Sundaram	Non Executive Independent	27.03.2019		
	0008699523	Mr Sridhar Balakrishnan	Executive	21.02.2020		Appointed as Member w.e.f. 21.02.2020

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	
7 th February 2020	10 th April 2020	Yes	49 days	11	06	
20 th February 2020	21 st April 2020	Yes	10 days	12	06	
	12 th May 2020	Yes	20 days	12	06	
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						
7 th February 2020	21 st April 2020	Yes	73 days	05	04	
	12 th June 2020	Yes	51 days	04	04	
Stakeholders' Relationship Committee						
6 th February 2020	-	-	-	-	-	
Nomination & Remuneration Committee						
20 th February 2020	10 th April 2020	Yes	49days	04	04	
CSR & Sustainability Committee						
6 th February 2020	-	-	-	-	-	
Risk Management Committee						
6 th February	-	-	-	-	-	

2020					
Compliance Committee					
6 th 2020	February	-	-	-	-
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					
<ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> 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: <p>The quarterly compliance report for the quarter ended March 31, 2020 was taken on record by the Board of Directors at the Board Meeting held on April 21, 2020.</p> <p>The quarterly compliance report for the quarter ended June 30, 2020 shall be placed before the Board of Directors at its forthcoming Meeting to be held in July 20, 2020.</p> 					
<p>Rajiv Choubey Chief Legal Officer & Company Secretary ACS: 13063</p>					