

# bajaj CONSUMER CARE

ANNEXURE I QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE								
1. Name of Listed Entity		Bajaj Consumer Care Limited						
2. Quarter ending		30th June 2019						
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>4</sup>	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Kushagra Nayan Bajaj	PAN - ABBPB5704G DIN - 00017575	Chairman, Non- Executive Non-Independent,	14.09.2007	-	2	2	NIL
Mr.	Sumit Malhotra	PAN - AAFPM0439C DIN - 02183825	Managing Director, Executive Non-Independent,	08.08.2016	-	1	1	NIL
Mr.	Adityavikram Ramesh Somani	PAN- AACPS9138D DIN - 00046286	Non- Executive, Independent,	01.04.2019	59 Months**	1	1	NIL
Mr.	Dilip Cherian	PAN- AAGPC9788H DIN - 00322763	Non- Executive Independent,	01.04.2019	59 Months**	3	1	1
Mr.	Gaurav Dalmia	PAN- ADYPD0151A DIN - 00009639	Non- Executive Independent,	01.04.2019	59 Months**	2	1	1
Ms.	Lilian Jessie Paul	PAN - ADQPP4942D DIN - 2864506	Additional Director, Non- Executive Independent	19.03.2019	3 Months and 12 days	3	3	NIL
<sup>4</sup> PAN number of any director would not be displayed on the website of Stock Exchange <sup>4</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period. ** appointed with effect from April 1, 2019 for the second term of 5 years.								
<b>II. Composition of Committees</b>								
Name of Committee		Name of Committee members			Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>4</sup>			
1. Audit Committee		Mr. Gaurav Dalmia Mr. Adityavikram Ramesh Somani Mr. Dilip Cherian Ms. Lilian Jessie Paul			Chairman* (Independent, Non- Executive) (Independent, Non- Executive) (Independent, Non- Executive) (Independent, Non- Executive)			
2. Nomination & Remuneration Committee		Mr. Gaurav Dalmia Mr. Adityavikram Ramesh Somani Mr. Dilip Cherian			Chairman* (Independent, Non- Executive) (Independent, Non- Executive) (Independent, Non- Executive)			
3. Risk Management Committee		Mr. Aditya Vikram Somani Mr. Sumit Malhotra Ms. Lilian Jessie Paul Mr. Ankit Chudiwala Mr. Dharmesh Sanghavi			Chairman* (Independent, Non- Executive) (Non- Independent, Executive) (Independent, Non- Executive) Head - Internal Audit General Manager - IT			
4. Stakeholders Relationship Committee		Mr. Dilip Cherian Mr. Kushagra Nayan Bajaj Mr. Sumit Malhotra			Chairman* (Independent, Non- Executive) (Non- Independent, Non- Executive) (Non- Independent, Executive)			
<sup>4</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * Chairman of respective committee.								
<b>III. Meeting of Board of Directors</b>								
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 (in number of days)		
09.01.2019			09.04.2019			90 days		

**Bajaj Consumer Care Ltd**

{Formerly Bajaj Corp Ltd}

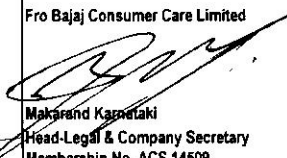
Registered Office: Old Station Road, Sevashram Chouraha, Udaipur - 313 001 (Rajasthan). Tel.: +91 0294-2561631, 2561632

Corporate Office: 221, Solitaire Corporate Park, 167, Guru Hargovind Marg, Chakala, Andheri (East), Mumbai - 400 093.

Tel.: +91 22 66919477 / 78 | Fax : +91 22 66919476 | CIN : L01110RJ2006PLC047173 | Web : www.bajajconsumer.care.com

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IV. Meeting of Committees				
Name of Committee	Date(s) of meeting of the committee 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 meetings in number of days*
Audit Committee	09.04.2019	Yes, 2 Independent Directors were present	09.01.2019	90 days
Nomination & Remuneration Committee	09.04.2019	Yes, 3 Directors were present	09.01.2019	90 days
Stakeholders Relationship Committee	09.04.2019	Yes, 3 Directors were present	09.01.2019	90 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
V. Related Party Transactions			Compliance status (Yes/No/NA)	
<b>Subject</b>				
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	
<b>Note</b>				
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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 "N.A." may be indicated.				
2. If status is "No" details of non-compliance may be given here.				
VI. Affirmations				
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015				
a. Audit Committee				
b. Nomination & remuneration committee				
c. Stakeholders relationship committee				
d. Risk management committee (applicable to the top 100 listed entities)				
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.				
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				
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.				
Fro Bajaj Consumer Care Limited				
 <b>Makarand Karmetaki</b> Head-Legal & Company Secretary Membership No. ACS 14509				