

**Quarterly Compliance Report on Corporate Governance for quarter ended 31st March 2016 Pursuant to Regulation 27(2) of the (Listing Obligations & Disclosure Requirements) Regulations, 2015**

1. Name of Listed Entity: BIRLA CORPORATION LIMITED

2. Quarter ending: 31<sup>st</sup> March, 2016

<b>I. Composition of Board Directors</b>								
Title (Mr. / Ms)	Name of the Director	PANs & DIN	Category (Chairperson / Executive/ Non-Executive/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listed Regulations)	No 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)
Shri	Harsh V. Lodha		Chairperson/ Non-Independent/ Non-Executive	21.08.2014	-	5	2	2
Shri	Pracheta Majumdar		Executive/ Whole time Director designated as Chief Management Advisor	20.05.2013	5 years	2	3	-
Shri	Vikram Swarup		Independent/ Non-executive	01.04.2014	5 years	1	2	1
Shri	Anand Bordia		Independent/ Non-executive	01.04.2014	5 years	4	2	2
Shri	B. B. Tandon		Independent/ Non-executive	01.04.2014	5 years	7	6	2
Shri	D. N. Ghosh		Independent/ Non-executive	01.04.2014	5 years	2	1	-

Dr.	Deepak Nayyar		Independent/ Non-executive	01.04.2014	5 years	1	1	-
Ms.	Shailaja Chandra		Independent/ Non-executive	05.02.2015	5 years	2	4	-
Shri	B. R. Nahar		Managing Director/Executive	03.08.2014	5 years	2	1	-

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson / Executive/ Non-Executive/ Nominee)
1. Audit Committee	Shri Vikram Swarup Shri Anand Bordia Shri B. B. Tandon Dr. Deepak Nayyar	Chairman Member Member Member
2. Nomination & Remuneration Committee	Shri Vikram Swarup Shri Harsh V. Lodha Shri Anand Bordia Shri B. B. Tandon Dr. Deepak Nayyar	Chairman Member Member Member Member
3. Risk Management Committee	Not Applicable	
4. Stakeholders Relationship Committee	Shri Harsh V. Lodha Shri Pracheta Majumdar Shri Vikram Swarup Shri B. R. Nahar	Chairman Member Member Member

## III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meetings (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
04.11.2015	30.01.2016	41 days
23.12.2015	12.03.2016	

## IV. Meeting of Committees

Date(s) of Meetings (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committees in previous quarter	Maximum gap between any two consecutive (in number of days)*
29.01.2016 (Audit)	yes	03.11.2015	87
30.01.2016 (Stakeholders)	yes	04.11.2015	87

- This information has to be mandatory be given for audit committee, rest of the committee giving this information is optional

## 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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>VI. Affirmations</b>	
1. The composition of the Board of Directors is in the 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.	
	<ul style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk Management committee ( Not Applicable)</li> </ul>
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 committee have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
5. The Report submitted in the previous quarter has been placed before the Board of Directors at its meeting held on 30.01.2016 and this report will be place before the Board of Directors in the next Meeting.	