

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company	:	Bajaj Consumer Care Limited
Quarter ending	:	June 30, 2024

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	Date of Cessation	Tenure* (in Months)	Date of Birth	Whether the director is disqualified	Start date of Disqualification	End date of Disqualification	Details of Disqualification	Current Status	Whether special resolution passed? (Refer Reg. 17[1A] of Listing Regulation)	Date of passing special resolution	No of Directorship in listed entities including this listed entity. [In reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity. [in reference to proviso to regulation 17A(1)]	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 Bajaj	00017575	Chairperson Non-Executive	14.09.2007	09.08.2024	-	-	04.02.1977	No	-	-	-	Active	NA	NA	2	0	2	0
Mr.	Jaideep Nandi	06938480	Executive	01.07.2020	21.09.2020	-	-	01.07.1965	No	-	-	-	Active	NA	NA	1	0	1	0
Mr.	Sumit Malhotra	02183825	Non-Executive	01.04.2008	21.09.2020	-	-	28.09.1961	No	-	-	-	Active	NA	NA	1	0	1	0
Ms.	Lilian Jessie Paul	02864506	Non-Executive - Independent Director	19.03.2019	19-03-2024	-	63	02.05.1970	No	-	-	-	Active	Yes	13.03.2024	4	4	3	0
Mr.	Jagdish Acharya [#]	03282266	Non-Executive - Independent Director	05.02.2024	13.03.2024	-	05	07.11.1956	No	-	-	-	Active	Yes	13.03.2024	1	1	1	1
Mr.	Anupam Dutta [#]	01626554	Non-Executive - Independent Director	05.02.2024	13.03.2024	-	05	18.03.1967	No	-	-	-	Active	Yes	13.03.2024	1	1	1	0
Mr.	K. S. Narayanan [#]	08097152	Non-Executive - Independent Director	05.02.2024	13.03.2024	-	05	13.06.1964	No	-	-	-	Active	Yes	13.03.2024	1	1	1	1
Mr.	Vimal Chandra Nagori	00347585	Non-Executive	05.02.2024	13.03.2024	-	-	23.01.1959	No	-	-	-	Active	No	NA	1	0	1	0

Whether Regular Chairperson appointed : Yes

Whether Chairperson is related to MD or CEO : No

[&]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.

[@]Mr. Aditya Vikram Somani, Mr. Dilip Cherian and Mr. Gaurav Dalmia have completed their tenure as Independent Directors on March 31, 2024. Consequently, they are ceased to be directors of the Company on the closing hours of March 31, 2024.

[#]Mr. Jagdish Acharya, Mr. Anupam Dutta and Mr. K. S. Narayanan were appointed as Independent Directors from February 5, 2024. The appointments were approved by the shareholders vide postal ballot on March 13, 2024.

II. Composition of Committees

Name of the Committee	Whether Regular chairperson appointed	Name of Committee members	Category Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
I. Audit Committee	Yes	Mr. Jagdish Acharya ⁺	Chairperson (Non-Executive Independent Director)	05.02.2024	NA
		Ms. Lilian Jessie Paul	Member (Non-Executive Independent Director)	19.03.2019	NA
		Mr. Anupam Dutta	Member (Non-Executive Independent Director)	05.02.2024	NA
		Mr. K. S. Narayanan	Member (Non-Executive Independent Director)	05.02.2024	NA

Bajaj Consumer Care Limited

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 Web: www.bajajconsumercare.com

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Tel.: +91 0294-2561631, 2561632

2. Nomination, Remuneration and Corporate Governance Committee	Yes	Mr. Jagdish Acharya ⁺	Chairperson (Non-Executive Independent Director)	05.02.2024	NA
		Mr. Anupam Dutta	Member (Non-Executive Independent Director)	05.02.2024	NA
		Ms. Lilian Jessie Paul	Member (Non-Executive Independent Director)	05.02.2024	NA
3. Stakeholders Relationship Committee	Yes	Mr. K. S. Narayanan ⁺	Chairperson (Non-Executive Independent Director)	05.02.2024	NA
		Mr. Kushagra Bajaj	Member (Non-Executive, Non-Independent Director)	26.09.2014	NA
		Mr. Jaideep Nandi	Member (Executive Director)	17.07.2020	NA
		Mr. Sumit Malhotra	Member (Non-Executive, Non-Independent Director)	04.02.2010	NA
		Mr. Vimal Chandra Nagori	Member (Non-Executive, Non-Independent Director)	05.02.2024	NA
4. Risk Management Committee	Yes	Mr. Anupam Dutta ⁺	Chairperson (Non-Executive Independent Director)	05.02.2024	NA
		Mr. Jaideep Nandi	Member (Executive Director)	17.07.2020	NA
		Ms. Lilian Jessie Paul	Member (Non-Executive Independent Director)	19.03.2019	NA
		Rajesh Menon	Member (Head-Supply Chain, Operations and IT)	01.08.2022	NA
5. Corporate Social Responsibility Committee	Yes	Mr. Jagdish Acharya ⁺	Chairperson (Non-Executive Independent Director)	05.02.2024	NA
		Mr. Jaideep Nandi	Member (Executive Director)	17.07.2020	NA
		Mr. Sumit Malhotra	Member (Non-Executive, Non-Independent Director)	01.08.2014	NA
		Mr. Vimal Chandra Nagori	Member (Non-Executive, Non-Independent Director)	05.02.2024	NA
&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. ⁺ Appointed as Chairman of the Committee.					

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	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)
05.02.2024		Yes	7	7	4	
	08.05.2024	Yes	8	8	4	92

IV. Meeting of Committees
A) Audit Committee

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)**
05.02.2024		Yes	4	4	4	
	08.05.2024	Yes	4	4	4	92

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

B) Stakeholders Relationship Committee

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)**
05.02.2024		Yes	4	4	1	
	08.05.2024	Yes	4	4	1	87

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

C) Nomination, Remuneration and Corporate Governance Committee						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)**
05.02.2024		Yes	3	3	3	-
	08.05.20224	Yes	3	3	3	92
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional						
**to be filled in only for the current quarter meetings						

D) Corporate Social Responsibility (CSR) Committee						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)**
-	08.05.2024	Yes	4	4	1	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional						
**to be filled in only for the current quarter meetings						

V. Related party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
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	NA
Note 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	Yes
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 and Corporate Governance Committee c. Stakeholders Relationship Committee d. Risk Management Committee e. CSR 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.	The report and/or the report submitted to the previous quarter has been placed before the Board of Directors.	Yes
6.	Any comments/observations/advice of the board of directors may be mentioned here	No comments/observations were received from the Board of Directors.

For Bajaj Consumer Care Limited
 Sd/-
 Vivek Mishra
 Head-Legal & Company Secretary

Mumbai
 17.07.2024

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the Event: NA	Brief details of the event : NA

For Bajaj Consumer Care Limited
Sd/-
Vivek Mishra
Head-Legal & Company Secretary

Mumbai
17.07.2024