

ANNEXURE A

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity
2. Quarter ending

Bajaj Consumer Care Limited (Formerly Bajaj Corp Limited)
30/09/2021

Title (Mr./Ms.)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Re-Appointment	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Date of Cessation	Tenure (in months)	Date of Birth	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 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	ABBPB5704G	00017575	Chairperson, Non-Executive Non - Independent	14/9/2007	21-06-2021	NA		—		02/04/1977	2	—	2	—
Mr.	Jaideep Nandi	ABQPN4534K	06938480	Executive, Non-Independent	07/01/2020	21-09-2020	NA		—		07/01/1965	1	—	1	—
Ms.	Sumit Malhotra	AAFPM0439C	02183825	Non-Executive Non-Independent	04/01/2008	21-09-2020	YES	21/9/2020	—		28/9/1961	1	—	1	—
Mr.	Aditya Vikram Somani	AACPS9138D	00046286	Non- Executive, Independent	02/04/2010	04/01/2019	NA		—	27	11/04/1973	1	1	1	—
Mr.	Dilip Cherian	AAGPC9788H	00322763	Non- Executive Independent	02/04/2010	04/01/2019	NA		—	27	04/10/1956	3	1	1	1
Mr.	Gaurav Dalmia	ADYPD0151A	00009639	Non- Executive Independent,	02/04/2010	04/01/2019	NA		—	27	26/9/1965	2	1	1	1
Mr.	Lilian Jessie Paul	ADQPP4942D	02864506	Non- Executive Independent,	19/03/2019	04/01/2019	NA		—	27	05/02/1970	4	4	1	—
Whether Regular Chairperson appointed						Yes									
Whether Chairperson is related to Managing Director or CEO						No									
Whether Chairperson is related to Promoter						Yes									
II. Composition of Committees															
Name of Committee		Name of Committee members			Chairperson/ Membership	Category (Chairperson/Executive/ Non-Executive/ independent/Nominee)		Date of Appointment		Date of Cessation					
1. Audit Committee		Mr. Gaurav Dalmia			Chairperson	Independent, Non- Executive		08/01/2014		—					
		Mr. Aditya Vikram Somani			Member	Independent, Non- Executive		08/01/2014		—					
		Mr. Dilip Cherian			Member	Independent, Non- Executive		08/01/2014		—					
		Ms. Lilian Jessie Paul			Member	Independent, Non- Executive		19/3/2019		—					
Whether Regular Chairperson appointed		Yes													
2. Nomination & Remuneration Committee		Mr. Gaurav Dalmia			Chairperson	Independent, Non- Executive		08/08/2014		—					
		Mr. Aditya Vikram Somani			Member	Independent, Non- Executive		08/08/2014		—					
		Mr. Dilip Cherian			Member	Independent, Non- Executive		16/10/2014		—					
Whether Regular Chairperson appointed		Yes													
3. Risk Management Committee		Mr. Aditya Vikram Somani			Chairperson	Independent, Non- Executive		19/3/2020		—					
		Mr. Jaideep Nandi			Member	Executive Director		17/7/2020		—					
		Mr. Sumit Malhotra			Member	Non-Independent, Non-Executive		19/3/2020		—					
		Mr. Lilian Jessie Paul			Member	Independent, Non- Executive		19/3/2020		—					
		Mr. Ankit Chudiwala			Member	Head - Internal Audit		19/3/2020		27/9/2021					
		Mr. Pankaj Nigam			Member	DGM - IT		02/03/2021		—					
Whether Regular Chairperson appointed		Yes													



4. Stakeholders Relationship Committee	Mr. Dilip Cherian	Chairperson	Independent, Non- Executive	02/04/2010	---	
	Mr. Kushagra Bajaj	Member	Non-Independent, Non-Executive	26/9/2014	---	
	Mr. Jaideep Nandi	Member	Executive Director	17/7/2020	---	
	Mr. Sumit Malhotra	Member	Non-Independent, Non-Executive	02/04/2010	---	
Whether Regular Chairperson appointed		Yes				
5. Corporate Social Responsibility Committee	Mr. Gaurav Dalmia	Chairperson	Independent, Non- Executive	08/01/2014	---	
	Mr. Dilip Cherian	Member	Independent, Non- Executive	08/01/2014	---	
	Mr. Sumit Malhotra	Member	Non-Independent, Non-Executive	08/01/2014	---	
	Mr. Jaideep Nandi	Member	Executive Director	17/7/2020	---	
Whether Regular Chairperson appointed		Yes				
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* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)	
19/4/2021	08/05/2021	Yes	7	4	107 days	
*Details given for current quarter						
IV. Meeting of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes/No)	No. of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	08/05/2021	Yes	4	4	19/4/2021	107 days
Nomination & Remuneration Committee	08/05/2021	Yes	3	3	19/4/2021	107 days
Stakeholders Relationship Committee	08/05/2021	Yes	4	1	19/4/2021	107 days
Corporate Social Responsibility Committee	08/05/2021	Yes	4	2	19/4/2021	107 days
*Details given for current quarter						
V. Related Party Transactions			Compliance status (Yes/No/NA)			
Subject						
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.						
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 500 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.						

For Bajaj Consumer Care Limited

Vivek Mishra
Company Secretary
Membership No.: A21901



ANNEXURE III

I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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 the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Bajaj Consumer Care Limited



Vivek Mishra
Company Secretary
Membership No.: A21901



ANNEXURE IV

Half year ending		September 30, 2021	
I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	NIL	NIL	
Promoter Group or any other entity controlled by them	NIL	NIL	
Directors (including relatives) or any other entity controlled by them	NIL	NIL	
KMPs or any other entity controlled by them	NIL	NIL	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them	NIL	NIL	NIL
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
Affirmations			
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			

For Bajaj Consumer Care Limited


D. K. Maloo
Chief Financial Officer