bajaj CONSUMER CARE

ANNEXURE - I

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company	:	Bajaj Consumer Care Limited
Quarter ending	:	December 31, 2023

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 Appoint-ment	Date of Re-appointment	Date of Cessation	Tenure[*] (in Months)	Date of Birth	Whether the director is disqualified	Start date of Disquali-fication	End date of Disqualifi-cation	Details of Disqualifi-cation	Current Status	Whether special reso-lution passed? (Refer Reg. 17[1A] of Listing Regu-lation	Date of passing special resolution	No of Directorship in listed entities including this listed entity. [In reference to Regulation 17A(1)]	No of Indep-endent 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	21.06.2021	-	-	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
Mr.	Aditya Vikram Somani	00046286	Non-Executive - Independent Director	04.02.2010	01.04.2019	-	57	04.11.1973	No	-	-	-	Active	Yes	19.12.2018	1	1	1	0
Mr.	Dilip Cherian	00322763	Non-Executive - Independent Director	04.02.2010	01.04.2019	-	57	10.04.1956	No	-	-	-	Active	Yes	19.12.2018	2	2	2	1
Mr.	Gaurav Dalmia	00009639	Non-Executive - Independent Director	04.02.2010	01.04.2019	-	57	26.09.1965	No	-	-	-	Active	Yes	19.12.2018	2	1	2	1
Ms.	Lilian Jessie Paul	02864506	Non-Executive - Independent Director	19.03.2019	NA	-	57	02.05.1970	No	-	-	-	Active	NA	NA	4	4	3	0

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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.

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
1. Audit Committee	Yes	Mr. Gaurav Dalmia	Chairperson (Non-Executive Independent Director	01.08.2014	-
		Mr. Aditya Vikram Somani	Member (Non-Executive Independent Director	01.08.2014	-
		Mr. Dilip Cherian	Member (Non-Executive Independent Director	01.08.2014	-
		Ms. Lilian Jessie Paul	Member (Non-Executive Independent Director	19.03.2019	-
2. Nomination, Remuneration and Corporate Governance Committee	Yes	Mr. Gaurav Dalmia	Chairperson (Non-Executive Independent Director	01.08.2014	-
		Mr. Aditya Vikram Somani	Member (Non-Executive Independent Director	01.08.2014	-
		Mr. Dilip Cherian	Member (Non-Executive Independent Director	16.10.2014	-
3. Stakeholders Relationship Committee	Yes	Mr. Dilip Cherian	Chairperson (Non-Executive Independent Director	04.02.2010	-
		Mr. Kushagra Bajaj	Member (Non-Executive, Non-Independent Director	26.09.2014	-
		Mr. Jaideep Nandi	Member (Executive Director)	17.07.2020	-
		Mr. Sumit Malhotra	Member (Non-Executive, Non-Independent Director	04.02.2010	-
4. Risk Management Committee	Yes	Mr. Aditya Vikram Somani	Chairperson (Non-Executive Independent Director	19.03.2019	-
		Mr. Jaideep Nandi	Member (Executive Director)	17.07.2020	-
		Ms. Lilian Jessie Paul	Member (Non-Executive Independent Director	19.03.2019	-
		Rajesh Menon	Member (Head-Supply Chain, Operations and IT)	01.08.2022	-
5. Corporate Social Responsibility Committee	Yes	Mr. Gaurav Dalmia	Chairperson (Non-Executive Independent Director	01.08.2014	-
		Mr. Dilip Cherian	Member (Non-Executive Independent Director	01.08.2014	-
		Mr. Jaideep Nandi	Member (Executive Director)	17.07.2020	-
		Mr. Sumit Malhotra	Member (Non-Executive, Non-Independent Director	01.08.2014	-

[&]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.

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)
09.08.2023		Yes	7	5	3	
	09.11.2023	Yes	7	7	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)**
09.08.2023		Yes	4	3	3	
	09.11.2023	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)**
09.08.2023		Yes	4	3	1	
	09.11.2023	Yes	4	4	1	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

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)**
09.08.2023		Yes	3	3	3	-

* 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) ESG 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)**
-	09.11.2023	Yes	4	4	2	-

* 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

E) Risk Management 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)**
	31.10.2023	Yes	3	3	2	180

* 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
Note: Mr. Rajesh Menon, Head-Supply Chain, Operations and IT (Senior Management Personnel) is a member of the committee.

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
Membership No. A21901

Mumbai
18.01.2024

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.

VII. Details of Cyber Security Incidence for the quarter ended 31.12.2023

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
Membership No. A21901

Mumbai
18.01.2024