

CORPORATE GOVERNANCE REPORT

1. Name of the Listed Entity: **BIOCON LIMITED**
2. Quarter ending : **December 31, 2017**

I. Composition of Board of Directors								
Title (Mr/Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/independent/ Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Ms	Kiran Mazumdar Shaw	ACMPM8240N 00347229	Chairperson & Managing Director	01.04.2015	-	5	0	0
Mr	John Mccallum Marshall Shaw	AMCPS7766H 00347250	Vice Chairman & Non-Executive Director	01.04.2010	-	2	0	0
Mr	Arun Suresh Chandavarkar	AAJPC6667N 01596180	CEO & Joint Managing Director	25.07.2014	-	1	2	0
Mr	Ravi Rasendra Mazumdar	AOEPM2907E 00109213	Non-Executive Director	08.08.2000	-	1	1	0
Mr	John Russell Fotheringham Walls	ACOPW1692E 03528496	Independent Director	28.07.2017	2017-2022 (60 months)	2	3	2
Ms	Mary Harney	AIOPH6778E 05321964	Independent Director	28.07.2017	2017-2022 (60 months)	1	0	0
Mr	Daniel Mark Bradbury	ZZZZZ9999Z 06599933	Independent Director	28.07.2017	2017-2022 (60 months)	1	1	1
Mr	Levin M Jeremy	ZZZZZ9999Z 07071720	Independent Director	24.07.2015	2015 – 2018 (36 months)	1	1	0
Mr	Vijay Kumar Kuchroo	AYDPK2094B 07071727	Independent Director	24.07.2015	2015 – 2018 (36 months)	2	0	0
Mr.	Meleveetil Damodaran	AADPD1546K 02106990	Independent Director	30-06-2016	2016 - 2019 (36 Months)	5	5	3

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit and Risk Committee*	1. Mr. John Russell Fotheringham Walls (Chairman)	Non-executive – Independent Director
	2. Mr. Daniel Mark Bradbury	Non-executive – Independent Director
	3. Mr. Levin M Jeremy	Non-executive – Independent Director
	4 Mr. Meleveetil Damodaran	Non-executive – Independent Director
2. Nomination and Remuneration Committee	1.Ms. Mary Harney (Chairperson)	Non-executive – Independent Director
	2.Mr. Vijay Kumar Kuchroo	Non-executive – Independent Director
	3.Mr. Ravi Rasendra Mazumdar	Non- executive – Non Independent Director
	4. Ms. Kiran Mazumdar Shaw	Chairperson & Executive Director
3. Stakeholders Relationship Committee'	1.Mr. Daniel Mark Bradbury (Chairman)	Non-executive – Independent Director
	2.Mr. John Russell Fotheringham Walls	Non-executive – Independent Director
	3.Mr. Ravi Rasendra Mazumdar	Non- executive – Non Independent Director
4. Corporate Social Responsibility Committee	1.Ms. Mary Harney (Chairperson)	Non-executive – Independent Director
	2.Mr. Vijay Kumar Kuchroo	Non-executive – Independent Director
	3.Mr. Ravi Rasendra Mazumdar	Non- executive – Non Independent Director

***Note:** The title of the Audit committee was changed to Audit and Risk Committee in July 2014

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	Maximum gap between any two consecutive meetings (in number of days)
July 27, 2017, August 21, 2017	October 26, 2017	24 days (July 27, 2017 to August 21, 2017) 67 days (August 21, 2017 to October 26, 2017)

IV. Meeting of Committees				
Name of the Committee(s)	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 and Risk Committee	October 26, 2017	Yes	July 27, 2017	90
Stakeholders Relationship Committee	October 26, 2017	Yes	July 27, 2017	90
Nomination and Remuneration Committee	October 26, 2017	Yes	July 27, 2017	90

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	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmation

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 and Risk Committee
 - b. Nomination and remuneration committee
 - c. Stakeholders relationship committee
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: NIL

Signature : SD/-

Name : Rajiv Balakrishnan

Designation: Company Secretary