

**CORPORATE GOVERNANCE REPORT**

<b>General information about Company</b>	
Scrip code	532523
NSE Symbol	BIOCON
MSEI Symbol	NOTLISTED
ISIN	INE376G01013
Name of the entity	Biocon Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Biocon Limited**  
 2. Quarter ending - **September 30, 2019**

I. Composition of Board of Directors														
Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of cessation	Date of Birth	Tenure (in months)	Initial Date of appointment	Date of Re-appointment /Cessation	No of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No 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	00347229	ACMPM8240N	C & ED	01-Apr-2015		23-03-1953	-	01-04-2010	01-04-2015	5	2	0	2
Mr.	J M M Shaw	00347250	AMCPS7766H	NED	01-Apr-2010		12-04-1949	-	12-01-1998		2	0	2	0
Mr.	Arun Suresh Chandavarkar	01596180	AAJPC6667N	CEO & ED	25-July-2014		11-11-1961	-	25-07-2014		1	0	2	0
Mr.	Ravi Rasendra Mazumdar	00109213	AOEPM2907E	NED	08-Aug-2000		17-04-1955	-	08-08-2000		1	0	1	0
Ms.	Mary Harney	05321964	AIOPH6778E	ID	28-July-2017		11-03-1953	63	25-07-2014	28-07-2017	1	1	0	0
Mr.	Daniel Mark Bradbury	06599933	ZZZZZ9999Z	ID	28-July-2017		13-04-1961	63	25-07-2014	28-07-2017	1	1	1	1
Mr.	Vijay Kuchroo	07071727	AYDPK2094B	ID	28-July-2018		05-06-1955	57	22-01-2015	27-07-2018	2	2	0	0
Mr.	Jeremy M Levin	07071720	ZZZZZ9999Z	ID	28-July-2018		09-09-1953	57	22-01-2015	27-07-2018	1	1	1	0
Mr.	Meleveetil Damodaran	02106990	AADPD1546K	ID	30-Jun-2016		04-05-1947	41	26-04-2016	26-07-2019	6	6	5	4
Mr.	Bobby Kanubhai Parikh	00019437	AABPP6062C	ID	27-July-2018		30-04-1964	14	27-07-2018	-	1	1	4	1
Mr.	John Russell Fotheringham Walls	03528496	ACOPW1692E	ID	27-July-2018		22-02-1944	60	25-07-2014	26-07-2019 (Cessation)	2	2	3	1

II. Composition of Committees

<b>Audit Committee</b>				
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment/Cessation</b>
1	Mr. Bobby Kanubhai Parikh	ID	Chairperson	27-07-2018
2	Mr. Daniel Mark Bradbury	ID	Member	25-04-2013
3	Dr. Levin M Jeremy	ID	Member	09-10-2015
4	Mr. Meleveetil Damodaran	ID	Member	26-04-2016
5	Mr. John Russell Fotheringham Walls	ID	Chairperson	26-07-2019 (Cessation)

<b>Stakeholders Relationship Committee</b>				
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment/Cessation</b>
1	Mr. Daniel Mark Bradbury	ID	Chairperson	05-10-2015
2	Mr. Bobby Kanubhai Parikh	ID	Member	27-07-2018
3	Mr. Ravi Rasendra Mazumdar	NED	Member	05-10-2015
4	Mr. John Russell Fotheringham Walls	ID	Member	26-07-2019 (Cessation)

<b>Corporate Social Responsibility Committee</b>				
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment/Cessation</b>
1	Ms. Mary Harney	ID	Chairperson	24-04-2014
2	Dr. Vijay Kumar Kuchroo	ID	Member	22-01-2015
3	Mr. Ravi Rasendra Mazumdar	NED	Member	05-10-2015

<b>Nomination and Remuneration Committee</b>				
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment/Cessation</b>
1	Ms. Mary Harney	ID	Chairperson	05-10-2015
2	Dr. Vijay Kumar Kuchroo	ID	Member	05-10-2015
3	Mr. Ravi Rasendra Mazumdar	NED	Member	09-10-2015
4	Ms. Kiran Mazumdar Shaw	C & ED	Member	27-04-2017

<b>Risk Management Committee</b>				
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment/Cessation</b>
1	Mr. Bobby Kanubhai Parikh	ID	Chairperson	24-01-2019
2	Mr. Daniel Mark Bradbury	ID	Member	24-01-2019
3	Dr. Levin M Jeremy	ID	Member	24-01-2019
4	Mr. Meleveetil Damodaran	ID	Member	24-01-2019
5	Ms. Kiran Mazumdar Shaw	ED	Member	24-01-2019
6	Mr. Arun Suresh Chandavarkar	ED	Member	24-01-2019
7	Mr. John Russell Fotheringham Walls	ID	Chairperson	26-07-2019 (Cessation)

<b>III. Meeting of Board of Directors</b>					
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors attending the meeting</b>
01-04-2019		66	Yes	9	5
25-04-2019		23	Yes	11	7
17-06-2019		52	Yes	9	6
	25-07-2019	37	Yes	10	6

IV. Meeting of Committees						
Name of Committee	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 (in number of days)	Whether requirement of Quorum met (details)	Number of Directors present	Number of Independent Directors attending the meeting
Audit Committee	01-04-2019		-	Yes	3	3
Audit Committee	25-04-2019		23	Yes	4	4
Audit Committee	17-06-2019		52	Yes	4	4
Audit Committee	-	25-07-2019	37	Yes	4	4
Stakeholders Relationship Committee	25-04-2019	25-07-2019	90	Yes	4	3
Nomination and Remuneration Committee	25-04-2019	25-07-2019	90	Yes	4	2
Corporate Social Responsibility Committee	25-04-2019	25-07-2019	90	Yes	3	2
Risk Management Committee	25-04-2019	25-07-2019	90	Yes	5	3

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

Annexure 1		
VI. Affirmations		
S. No.	Subject	Compliance status (Yes/No)
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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	NA

<b>Annexure III</b>				
<b>III. Affirmations</b>				
<b>S. No.</b>	<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No)</b>	<b>If Status is “No” details of non-compliance may be given here</b>
1	Copy of annual report including balance sheet, profit and loss accounts, directors report, corporate governance report, business responsibility report displayed on the website	46(2)	Yes	
2	Presence of chairperson of Audit Committee at Annual General Meeting	18(1)(d)	No	Requested for leave of absence due to prior commitment
3	Presence of chairperson of Nomination and Remuneration Committee at Annual General Meeting	19(3)	Yes	
4	Presence of chairperson of Stakeholder Relationship Committee at Annual General Meeting	20(3)	No	Requested for leave of absence due to prior commitment
5	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

**Name** : **Sd/- Mayank Verma**  
**Designation** : **Company Secretary and Compliance Officer**  
**Place** : **Bengaluru**  
**Date** : **October 11, 2019**