

CORPORATE GOVERNANCE REPORT

1. Name of the Listed Entity: Biocon Limited
2. Quarter ending: December 31, 2018

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, Executive Director	01.04.2015		5	2	0
Mr.	John McCallum Marshall Shaw	AMCPS7766H 00347250	Vice Chairman & Non-Executive Director	01.04.2010	-	2	2	0
Mr.	Arun Suresh Chandavarkar	AAJPC6667N 01596180	CEO & Joint Managing Director, Executive Director	25.07.2014	-	1	2	0
Mr.	Ravi Rasendra Mazumdar	AOEPM2907E 00109213	Non-Executive Director, Non-Independent Director	08.08.2000	-	1	1	0
Mr.	John Russell Fotheringham Walls	ACOPW1692E 03528496	Independent Director	28.07.2017 - 27.07.2022	60 months	2	4	1
Ms.	Mary Harney	AIOPH6778E 05321964	Independent Director	28.07.2017 - 27.07.2022	60 months	1	0	0
Mr.	Daniel Mark Bradbury	ZZZZZ9999Z 06599933	Independent Director	28.07.2017 - 27.07.2022	60 months	1	2	1

Mr.	Jeremy M Levin	ZZZZZ9999Z 07071720	Independent Director	28.07.2018 - 27.07.2023	60 months	1	1	0
Mr.	Vijay Kumar Kuchroo	AYDPK2094B 07071727	Independent Director	28.07.2018 - 27.07.2023	60 months	2	0	0
Mr.	Meleveetil Damodaran	AADPD1546K 02106990	Independent Director	30.06.2016 - 29.06.2019	36 months	5	5	3
Mr.	Bobby Kanubhai Parikh	AABPP6062C 00019437	Independent Director	27.07.2018 - 27.07.2021	36 months	3	2	2

II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment
1. Audit and Risk Committee	1. Mr. John Russell Fotheringham Walls (Chairman)	Non-executive – Independent Director	25-07-2012
	2. Mr. Daniel Mark Bradbury	Non-executive – Independent Director	25-04-2013
	3. Dr. Levin M Jeremy	Non-executive – Independent Director	09-10-2015
	4. Mr. Meleveetil Damodaran	Non-executive – Independent Director	26-04-2016
	5. Mr. Bobby Kanubhai Parikh	Non-executive – Independent Director	27-07-2018
2. Nomination and Remuneration Committee	1. Ms. Mary Harney (Chairperson)	Non-executive – Independent Director	05-10-2015
	2. Dr. Vijay Kumar Kuchroo	Non-executive – Independent Director	05-10-2015
	3. Mr. Ravi Rasendra Mazumdar	Non-executive – Non Independent Director	09-10-2015
	4. Ms. Kiran Mazumdar Shaw	Executive Director-Chairperson	27-04-2017
3. Stakeholders' Relationship Committee	1. Mr. Daniel Mark Bradbury (Chairman)	Non-executive – Independent Director	05-10-2015
	2. Mr. John Russell Fotheringham Walls	Non-executive – Independent Director	05-10-2015
	3. Mr. Ravi Rasendra Mazumdar	Non-executive – Non Independent Director	05-10-2015
	4. Mr. Bobby Kanubhai Parikh	Non-executive – Independent Director	27-07-2018
4. Corporate Social Responsibility Committee	1. Ms. Mary Harney (Chairperson)	Non-executive – Independent Director	24-04-2014
	2. Dr. Vijay Kumar Kuchroo	Non-executive – Independent Director	22-01-2015
	3. Mr. Ravi Rasendra Mazumdar	Non-executive – Non Independent Director	05-10-2015

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
July 26, 2018 September 03, 2018	October 25, 2018	38 & 51

IV. Meeting of Committees				
<i>Name of the Committee(s)</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit and Risk Committee	October 25, 2018	Yes	July 26, 2018	90
Stakeholders Relationship Committee	October 25, 2018	Yes	July 26, 2018	90
Nomination and Remuneration Committee	October 25, 2018	Yes	July 26, 2018, September 03, 2018	90
Corporate Social Responsibility Committee	NA	NA	July 26, 2018	90

V. Related Party transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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:

Name : **Satish Kumar SS**Designation: **Company Secretary & Compliance Officer**