

**CORPORATE GOVERNANCE REPORT**  
**FOR THE QUARTER ENDED SEPTEMBER 30, 2021**

<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	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
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, 2021**

Title (Mr / Ms)	Name of the Director	PAN	DIN	Category of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)
Ms	Kiran Mazumdar Shaw	ACMPM8240N	00347229	C & ED	23-03-1953	01-04-2010	01-04-2020			5	2	1	1
Mr	John Mccallum Marshall Shaw	AMCPS7766H	00347250	NED	12-04-1949	12-01-1998		23-07-2021		2	0	1	0
Mr	Siddharth Mittal	ADBPM8709L	03230757	CEO & ED	25-06-1978	01-12-2019				1	0	1	0
Mr	Ravi Rasendra Mazumdar	AOEPM2907E	00109213	NED	17-04-1955	08-08-2000				1	0	1	0
Ms	Mary Harney	AIOPH6778E	05321964	ID	11-03-1953	25-07-2014	28-07-2017		87	1	1	0	0
Mr	Daniel Mark Bradbury	DZMPB2641L	06599933	ID	13-04-1961	25-07-2014	28-07-2017		87	1	1	3	1
Mr	Vijay Kumar Kuchroo	AYDPK2094B	07071727	ID	05-06-1955	22-01-2015	27-07-2018		81	2	2	0	0
Mr	Meleveetil Damodaran	AADPD1546K	02106990	ID	04-05-1947	26-04-2016	26-07-2019		65	6	6	8	4
Mr	Bobby Kanubhai Parikh	AABPP6062C	00019437	ID	30-04-1964	27-07-2018	23-07-2021		38	3	3	9	5

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	Mr. Meleveetil Damodaran	ID	Member	26-04-2016

<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

<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	Mr. Meleveetil Damodaran	ID	Member	24-01-2019
4	Ms. Kiran Mazumdar Shaw	ED	Member	24-01-2019
5	Mr. Siddharth Mittal	ED	Member	01-12-2019

<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 (other than Independent Directors)</b>	<b>Number of Independent Directors attending the meeting</b>
28-04-2021	-	-	Yes	-	-
-	22-07-2021	84	Yes	4	5

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 (other than Independent Directors)	Number of Independent Directors attending the meeting
Audit Committee	28-04-2021	22-07-2021	96	Yes	0	3
		24-09-2021	64	Yes	0	3
Nomination and remuneration committee	22-04-2021	19-07-2021	88	Yes	2	2
Stakeholders Relationship Committee	22-04-2021	16-07-2021	85	Yes	1	2
Risk Management Committee	22-04-2021	16-07-2021	85	Yes	2	3
Corporate Social Responsibility Committee	22-04-2021	-	-	Yes	-	-

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	Not Applicable

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 500 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

ANNEXURE II (to be submitted by listed entity for Half Year)

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Chairperson was not able to attend the meeting due to prior commitments & had sought a leave of absence.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Chairperson was not able to attend the meeting due to prior commitments and had sought a leave of absence. Mr. Bobby Parikh represented Stakeholders Relationship Committee on behalf of the Chairperson
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non-Applicability	The transactions are covered under the exemption to this amendment are provided by SEBI LODR.		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below</b>			
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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</b>			
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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			



<b>(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</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
<b>Affirmations</b>		<b>Compliance Status</b>	<b>Company Remarks</b>
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.			
Name			
Designation			
Place			
Date			

**Name** : **Sd/- Mayank Verma**  
**Designation** : **Company Secretary and Compliance Officer**  
**Place** : **Bengaluru**  
**Date** : **October 13, 2021**