

**CORPORATE GOVERNANCE REPORT**  
**FOR THE QUARTER ENDED SEPTEMBER 30,2022**

<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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-09-2022
Risk management committee	Applicable
Market Capitalization as per immediate previous Financial Year	Top 500 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, 2022**

Title (Mr / Ms)	Name of the Director	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 (In reference to Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (In reference to proviso to 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	00347229	Chairperson & ED	23-03-1953	01-04-2010	01-04-2020			5	2	0	0
Mr	Siddharth Mittal	03230757	CEO & ED	25-06-1978	01-12-2019				1	0	0	0
Mr	Ravi Rasendra Mazumdar	00109213	NED	17-04-1955	08-08-2000				1	0	1	1
Mr	Eric Vivek Mazumdar	09381549	NED	12-01-1993	01-11-2021				1	0	0	0
Ms	Mary Harney	05321964	ID	11-03-1953	25-07-2014	28-07-2017	27-07-2022	97	0	0	0	0
Mr	Daniel Mark Bradbury	06599933	ID	13-04-1961	25-07-2014	28-07-2017	27-07-2022	97	0	0	1	0
Mr	Vijay Kumar Kuchroo	07071727	ID	05-06-1955	22-01-2015	27-07-2018		93	2	2	1	0
Mr	Meleveetil Damodaran	02106990	ID	04-05-1947	26-04-2016	26-07-2019		77	3	2	2	0
Mr	Bobby Kanubhai Parikh	00019437	ID	30-04-1964	27-07-2018	23-07-2021		50	3	3	8	4
Ms.	Naina Lal Kidwai	00017806	ID	16-04-1957	28-04-2022			5	3	3	2	0

Whether Chairperson is appointed: Yes

Whether Chairperson is related to Managing Director or CEO: No

II. Composition of Committees

<b>Audit Committee</b>					
Whether regular Chairperson appointed?			Yes		
S. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Cessation
1	Mr. Bobby Kanubhai Parikh	ID	Chairperson	27-07-2018	
2	Mr. Daniel Mark Bradbury	ID	Member	25-04-2013	27-07-2022
3	Mr. Meleveetil Damodaran	ID	Member	26-04-2016	
4	Ms. Naina Lal Kidwai	ID	Member	27-07-2022	

<b>Stakeholders Relationship Committee</b>					
Whether regular Chairperson appointed?			Yes		
S. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Cessation
1	Mr. Daniel Mark Bradbury	ID	Chairperson	05-10-2015	27-07-2022
2	Mr. Bobby Kanubhai Parikh	ID	Member	27-07-2018	
3	Mr. Ravi Rasendra Mazumdar*	NED	Chairperson	05-10-2015	
4	Mr. Vijay Kumar Kuchroo	ID	Member	27-07-2022	

\*Appointed as Chairperson of the Committee w.e.f. 27.07.2022.

<b>Corporate Social Responsibility &amp; ESG Committee</b>					
Whether regular Chairperson appointed?			Yes		
S. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Cessation
1	Ms. Mary Harney	ID	Chairperson	24-04-2014	27-07-2022
2	Dr. Vijay Kumar Kuchroo	ID	Member	22-01-2015	
3	Mr. Ravi Rasendra Mazumdar	NED	Member	05-10-2015	
4	Mr. Eric Vivek Mazumdar	NED	Member	28-03-2022	
5	Mr. Siddharth Mittal	ED	Member	28-03-2022	
6	Ms. Naina Lal Kidwai*	ID	Chairperson	28-04-2022	

\*Appointed as Chairperson of the Committee w.e.f. 27.07.2022.

<b>Nomination and Remuneration Committee</b>					
Whether regular Chairperson appointed?			Yes		
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Ms. Mary Harney	ID	Chairperson	05-10-2015	27-07-2022
2	Dr. Vijay Kumar Kuchroo	ID	Member	05-10-2015	
3	Mr. Ravi Rasendra Mazumdar	NED	Member	09-10-2015	
4	Mr. Daniel Mark Bradbury	ID	Member	01-11-2021	27-07-2022
5	Ms. Naina Lal Kidwai*	ID	Chairperson	28-04-2022	

\*Appointed as Chairperson of the Committee w.e.f. 27.07.2022.

<b>Risk Management Committee</b>					
Whether regular Chairperson appointed?			Yes		
<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Mr. Bobby Kanubhai Parikh	ID	Chairperson	24-01-2019	
2	Mr. Daniel Mark Bradbury	ID	Member	24-01-2019	27-07-2022
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	
6	Mr. Eric Vivek Mazumdar	NED	Member	01-11-2021	

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 (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present (All Directors including Independent Directors)	Number of Independent Directors attending the meeting
28-04-2022	-	-	Yes	9	5
-	27-07-2022	89	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 (All Directors including Independent Directors)	Number of Independent Directors attending the meeting
Audit Committee	01-04-2022			Yes	3	3
CSR Committee	22-04-2022		20	Yes	5	2
Nomination and remuneration committee	22-04-2022			Yes	4	3
Audit Committee	28-04-2022		5	Yes	3	3
Stakeholders Relationship Committee	28-04-2022			Yes	3	2

Risk Management Committee	28-04-2022			Yes	6	3
CSR Committee		21-07-2022	83	Yes	5	2
Nomination and remuneration committee		21-07-2022		Yes	5	4
Audit Committee		27-07-2022	5	Yes	3	3
Risk Management Committee		27-07-2022		Yes	6	3
Stakeholders Relationship Committee		27-07-2022		Yes	3	2
Audit Committee		26-09-2022	60	Yes	3	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

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

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 III			
S. No.	Particulars	Regulation Number	Compliance status (Yes/No)
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)	Yes
4	Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
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) 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**

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			

**(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**

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided 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>(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 19, 2022**