

ANNEXURE I
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity **Bajaj Corp Limited**
2. Quarter ending **30th September, 2017**

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessati on	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Kushagra Nayan Bajaj	PAN - ABBPB5704G DIN - 00017575	Chairman, Non- Executive Non-Independent,	14.09.2007	--	2	2	NIL
Mr.	Sumit Malhotra	PAN -AAFPM0439C DIN - 02183825	Managing Director, Executive Non-Independent,	08.08.2016	--	1	1	NIL
Mr.	Adityavikram Ramesh Somani	PAN- AACPS9138D DIN - 00046286	Non- Executive, Independent,	01.08.2014	3.2 Yrs	2	2	NIL
Mr.	Dilip Cherian	PAN- AAGPC9788H DIN - 00322763	Non- Executive Independent,	01.08.2014	3.2 Yrs	3	1	1
Mr.	Gaurav Dalmia	PAN- ADYPD0151A DIN - 00009639	Non- Executive Independent,	01.08.2014	3.2 Yrs	3	2	1
Mrs.	Vasavadatta Bajaj	PAN- ADTPB8366J DIN - 06976000	Non- Executive Non- Independent,	26.09.2014	--	1	NIL	NIL

¹PAN number of any director would not be displayed on the website of Stock Exchange

²Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/independent/Nominee) &
1. Audit Committee	Mr. Gaurav Dalmia Mr. Adityavikram Ramesh Somani Mr. Dilip Cherian	Chairman* (Independent, Non- Executive) (Independent, Non- Executive) (Independent, Non- Executive)
2. Nomination & Remuneration Committee	Mr. Gaurav Dalmia Mr. Adityavikram Ramesh Somani Mr. Dilip Cherian	Chairman* (Independent, Non- Executive) (Independent, Non- Executive) (Independent, Non- Executive)
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee	Mr. Dilip Cherian Mr. Kushagra Nayan Bajaj Mr. Sumit Malhotra	Chairman* (Independent, Non- Executive) (Non- Independent, Non- Executive) (Non- Independent, Executive)

³Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* **Chairman of respective committee.**

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)
13.04.2017	12.07.2017	89 days



IV. Meeting of Committees				
Name of Committee	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 Committee	12.07.2017	Yes, 2 Independent Directors were present	13.04.2017	89 days
Nomination & Remuneration Committee	-	NA	13.04.2017	--
Stakeholders Relationship Committee	12.07.2017	Yes, 2 Directors were present	13.04.2017	89 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
V. Related Party Transactions			Compliance status (Yes/No/NA)	
Subject				
Whether prior approval of audit committee obtained			Yes	
Whether shareholder approval obtained for material RPT			NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes	
Note				
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.				
2 If status is "No" details of non-compliance may be given here.				
VI. Affirmations				
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>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.</p>				
Fro Bajaj Corp Limited				
				
Hitesh Kanani				
General Manager-Company Secretary				
Membership No.: FCS 6188				

ANNEXURE III

I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

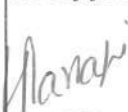
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2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

Fro Bajaj Corp Limited




Hitesh Kanani

General Manager-Company Secretary

Membership No.: FCS 6188