

Quarterly Compliance report on Corporate Governance

Name of the Company : Grasim Industries Limited
Quarter ending on : 30th June, 2016

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN ¹ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ²	Date of Appointment in the current term/cessation	Tenure ³	No. of Directorship in listed entities including this listed entity ⁴ (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit/Stakeholders 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 ⁵ (Refer Regulation 26(1) of Listing Regulations)
Mr.	Kumar Mangalam Birla	PAN: AEFPB5926H DIN: 00012813	Chairman-Non-Executive	14.10.1992 (Appointed) 19.09.2015 (Reappointed)	NA	7	0	0
Mrs.	Rajashree Birla	PAN: AAFPB1583L DIN: 00022995	Non-Executive	14.03.1996 (Appointed) 06.09.2014 (Reappointed)	NA	7	0	0
Mr.	Shaitendra Kumar Jain	PAN: AFLPJ4676B DIN: 00022454	Non-Executive	01.12.2003 (Appointed) 17.08.2013 (Reappointed)	NA	1	1	0
Mr.	Madhav Laxman Apte	PAN: ADCPA3191M DIN: 00003656	Independent	06.09.2014	5 years	7	5	1
Mr.	Bhupendranath Bhargava	PAN: AACPB7881J DIN: 00001823	Independent	06.09.2014	5 years	5	7	4
Mr.	Ravindra Chandra Bhargava	PAN: AAAPB0832F DIN: 00007620	Independent	06.09.2014	5 years	5	7	2
Mr.	Cyril Shroff	PAN: AAEPS4237M DIN: 00018979	Independent	06.09.2014	5 years	1	1	0
Mr.	Thomas Martin Connolly Jr.	PAN: ASTPJ4319E DIN: 03083495	Independent	06.09.2014	5 years	1	0	0
Mr.	Om Prakash Rungta	PAN: ACMPR0549R DIN: 00020559	Independent	25.09.2014	5 years	1	0	0
Mr.	Arun Kannan Thiagarajan	PAN: AAUPT7709H DIN: 00292757	Independent	07.05.2016	5 years	6	6	2
Mr.	Narendranathan Mohanraj Nair	PAN: AAOPM3924F DIN: 00181969	Nominee	21.06.2012 (Appointed) 19.09.2015 (Reappointed)	NA	1	0	0
Mr.	Krishnakishore Maheshwari	PAN: AAEPM3740M DIN: 00017572	Non-Executive	20.05.2010 (Appointed) 06.03.2012 (Reappointed)	NA	2	0	0
Mr.	Sushil Agarwal	PAN: AADPA3179R DIN: 00060017	Executive	01.07.2015 (Appointed)	NA	2	3	0
Mr.	Dilip Roopsingh Gaur	PAN: ADKPG4251C DIN: 02071393	Executive	01.04.2016 (Appointed)	NA	1	0	0

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

² Category of Directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating them with hyphen.

³ 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.

⁴ Directorship of Companies whose Equity Shares are Listed have been considered.

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ¹
1. Audit Committee	Mr. Bhupendranath Bhargava	Chairman; Independent
	Mr. Ravindra Chandra Bhargava	Member; Independent
	Mr. Madhav Laxman Apte	Member; Independent
2. Nomination and Remuneration Committee	Mr. Madhav Laxman Apte	Chairman; Independent
	Mr. Cyril Shroff	Member; Independent
	Mr. Kumar Mangalam Birla	Member; Non-Executive
3. Risk Management Committee*	Mr. Bhupendranath Bhargava	Chairman; Independent
	Mr. Madhav Laxman Apte	Member; Independent
	Mr. Ravindra Chandra Bhargava	Member; Independent
	Mr. Dilip Roopsingh Gaur	Member; Executive
	Mr. Sushil Agarwal	Member; Executive
4. Stakeholder's Relationship Committee	Mr. Bhupendranath Bhargava	Chairman; Independent
	Mr. Madhav Laxman Apte	Member; Independent
	Mr. Cyril Shroff	Member; Independent
	Mr. Sushil Agarwal	Member; Executive

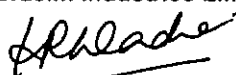
¹ Category of Directors means Executive/ Non-Executive/ Independent/Nominee. If a Director fits into more than one category write all categories separating them with hyphen.

*Mr. E.R. Raj Narayanan, Mr. Harikrishna Agarwal & Mr. Thomas Varghese, Senior Executives of the Company are the members of the 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 meetings (in number of days)	
30.01.2016	07.05.2016	97 days	
IV. Meeting of Committees			
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			
07.05.2016	Yes	30.01.2016	97 days
Nomination and Remuneration Committee			
07.05.2016	Yes	NIL	-
Stakeholders Relationship Committee			
NIL	-	NIL	-
Risk Management Committee			
NIL	-	NIL	-
* 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			
Subject		Compliance Status (Yes/No/N.A.)	
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	
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			
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 Committee			
b. Nomination & Remuneration Committee			
c. Stakeholders Relationship Committee			
d. Risk Management Committee			
3. The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirement) 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. The report submitted in the previous quarter ended 31st March, 2016 has been placed before Board of Directors.			

For Grasim Industries Limited



Hutokshi Wadia
President & Company Secretary

