

CORPORATE GOVERNANCE REPORT
FOR THE QUARTER AND HALF-YEAR ENDED SEPTEMBER 30, 2024

General information about company	
Scrip code	532523
NSE Symbol	BIOCON
MSEI Symbol	NOTLISTED
ISIN	INE376G01013
Name of the entity	Biocon Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half-Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation 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, 2024**

Title (Mr / Ms)	Name of the Director	DIN	Category of directors	Date of Birth	Whether the Director is disqualified	Current Status	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 related to Promoter & ED	23-03-1953	No	Active	01-04-2010	01-04-2020	-	-	4	1	0	0
Mr.	Siddharth Mittal	03230757	CEO & ED	25-06-1978	No	Active	01-12-2019	01-04-2020	-	-	1	0	0	0
Mr.	Ravi Rasendra Mazumdar	00109213	NED	17-04-1955	No	Active	08-08-2000		-	-	1	0	1	1
Mr.	Eric Mazumdar	09381549	NED	12-01-1993	No	Active	01-11-2021		-	-	1	0	0	0
Mr.	Meleveetil Damodaran*	02106990	ID	04-05-1947	No	Active	26-04-2016	26-07-2019	25-07-2024	99.05	0	0	0	0
Mr.	Bobby Kanubhai Parikh	00019437	ID	30-04-1964	No	Active	27-07-2018	23-07-2021	-	74.05	3	3	7	4
Ms.	Naina Lal Kidwai	00017806	ID	16-04-1957	No	Active	28-04-2022	28-04-2022	-	29.03	3	3	2	1
Ms.	Rekha Mehrotra Menon	02768316	ID	05-01-1959	No	Active	26-07-2023	26-07-2023	-	14.06	1	1	1	0
Mr.	Nicholas Robert Haggard	08518863	ID	25-04-1965	No	Active	01-09-2023	01-09-2023	-	13.00	1	1	2	0
Mr.	Atul Dhawan	07373372	ID	08-09-1958	No	Active	16-05-2024	16-05-2024		4.16	1	1	1	0

Whether Chairperson is appointed: Yes

Whether Chairperson is related to Managing Director or CEO: No

* Mr. Meleveetil Damodaran has completed his tenure as an Independent Director on July 25, 2024. His directorship and committee details have not been provided.

II. Composition of Committees

Audit Committee					
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. Meleveetil Damodaran	ID	Member	26-04-2016	25-07-2024
3	Mr. Nicholas Robert Haggard	ID	Member	01-09-2023	-
4	Mr. Atul Dhawan	ID	Member	16-05-2024	-

Stakeholders Relationship Committee					
Whether regular Chairperson appointed?				Yes	
S. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Cessation
1	Mr. Ravi Rasendra Mazumdar	NED	Chairperson	05-10-2015	-
2	Mr. Bobby Kanubhai Parikh	ID	Member	27-07-2018	-
3	Ms. Rekha Mehrotra Menon	ID	Member	01-09-2023	-

Corporate Social Responsibility & ESG Committee					
Whether regular Chairperson appointed?				Yes	
S. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Cessation
1	Ms. Naina Lal Kidwai	ID	Chairperson	28-04-2022	
2	Mr. Ravi Rasendra Mazumdar	NED	Member	05-10-2015	
3	Mr. Siddharth Mittal	ED	Member	28-03-2022	
4	Mr. Eric Mazumdar	NED	Member	28-03-2022	
5	Ms. Rekha Mehrotra Menon	ID	Member	26-07-2023	
6	Mr. Nicholas Robert Haggard	ID	Member	01-09-2023	

Nomination and Remuneration Committee					
Whether regular Chairperson appointed?				Yes	
S. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Cessation
1	Ms. Naina Lal Kidwai	ID	Chairperson	28-04-2022	
2	Ms. Rekha Mehrotra Menon	ID	Member	26-07-2023	
3	Mr. Ravi Rasendra Mazumdar	NED	Member	09-10-2015	

Risk Management Committee					
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	24-01-2019	-
2	Mr. Meleveetil Damodaran	ID	Member	24-01-2019	25-07-2024
3	Ms. Kiran Mazumdar Shaw	ED	Member	24-01-2019	-
4	Mr. Siddharth Mittal	ED	Member	01-12-2019	-
5	Mr. Eric Mazumdar	NED	Member	01-11-2021	-
6	Mr. Nicholas Robert Haggar	ID	Member	01-09-2023	-
7	Mr. Atul Dhawan	ID	Member	16-05-2024	-

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)	Total number of Directors as on the date of Meeting	Number of Directors present (All Directors including Independent Directors)	Number of Independent Directors attending the meeting
24-04-2024	-	-	Yes	9	9	5
16-05-2024	-	21	Yes	9	9	5
11-06-2024	-	25	Yes	10	8	5
-	08-08-2024	57	Yes	9	9	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)	Total number of Directors in the Committee as on the date of the Meeting	Number of Directors present (All Directors including Independent Directors)	Number of Independent Directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
Stakeholders Relationship Committee	15-05-2024	-	-	Yes	3	3	2	0
Stakeholders Relationship Committee	-	07-08-2024	83	Yes	3	3	2	0
Nomination and remuneration committee	30-04-2024	-	-	Yes	3	3	2	0
Nomination and remuneration committee	15-05-2024	-	14	Yes	3	3	2	0
Nomination and remuneration committee	-	07-08-2024	83	Yes	3	3	2	0
Corporate Social Responsibility & ESG Committee	30-04-2024	-	-	Yes	6	6	3	0
Corporate Social Responsibility & ESG Committee	15-05-2024	-	14	Yes	6	6	3	0
Corporate Social Responsibility & ESG Committee	-	07-08-2024	83	Yes	6	6	3	0
Risk Management Committee	15-05-2024	-	-	Yes	6	6	3	0
Risk Management Committee	-	07-08-2024	83	Yes	6	6	3	0
Audit Committee	24-04-2024	-	-	Yes	3	3	3	0
Audit Committee	15-05-2024	-	20	Yes	3	3	3	0
Audit Committee	-	08-08-2024	84	Yes	3	3	3	0

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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	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	Any comments/observations/advice of Board of Directors may be mentioned here:	NA

ANNEXURE III				
S. No.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	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 under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below		
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to		
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	-		

(D) Additional Information

II. Affirmations		
Affirmations	Compliance Status	Company Remarks
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.		
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Details of Cyber Security Incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event: Not Applicable	Brief details of the event: Not Applicable

Name : **Sd/- Mayank Verma**
Designation : **Company Secretary and Compliance Officer**
Place : **Bengaluru**
Date : **18-10-2024**