

Ambuja Cement

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we give below the compliance report on Corporate Governance as under:

Name of the Company: Ambuja Cements Limited

Quarter ending on: 30th September, 2022

Title (Mr/ Mrs)	Name of the Director	PAN & DIN	Category -1 (Chairperson/ Executive/ Non-Independent/ Nominee)	Category-2 of Directors	Category-3 of Directors	Date of Appointment in Current Term	Date of Cessation	Tenure (in months)	No. of Directorships in listed entity including this listed entity	Number of Independent Directors in Listed Entities Including this Listed Entity	Number of Membership in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chair Person on Audit/ Stakeholder Committee (s) including this listed entity
Mr.	Narotam S. Sekhsaria	AALPS0205L 00276351	Non-Executive/ Non-Independent	Chairperson		10.11.1982	16.09.2022	N.A.	2	0	0	0
Mr.	Jan Jenisch	BUMPJ2301Q 07957196	Non-Executive/ Non-Independent	N.A		24.10.2017	16.09.2022	N.A.	2	0	0	0
Mr.	Nasser Munjee	AAFPM7588N 00010180	Non-Executive/ Independent	N.A		01.04.2019	16.09.2022	N.A.	3	3	5	1

Mr.	Rajendra Chitale	AABPC4812B 00015986	Non-Executive/ Independent	N.A		01.04.2019	16.09.2022	N.A.	2	2	6	3
Mr.	Shailesh Haribhakti	AAAPH0574L 00007347	Non-Executive/ Independent	N.A		01.04.2019	16.09.2022	N.A.	6	6	9	4
Mr.	Omkar Goswami	AESPG3729A 00004258	Non-Executive/ Independent	N.A		01.04.2019	16.09.2022	N.A.	2	2	3	0
Ms.	Shikha Sanjaya Sharma	ALFPS9244J 00043265	Non-Executive/ Independent	N.A		01.04.2019	16.09.2022	N.A.	6	5	4	0
Mr.	Christof Hassig	BAGPH2781E 01680305	Non-Executive/ Non Independent	N.A		09.12.2015	16.09.2022	N.A.	1	0	0	0
Mr.	Martin Kreigner	AKPPK7394A 00077715	Non-Executive/ Non Independent	N.A		11.02.2016	16.09.2022	N.A.	2	0	2	0
Mr.	Ramanathan Muthu	ADXPR3189H 01607274	Non-Executive/ Non Independent	N.A.		23.12.2020	16.09.2022	N.A.	1	0	0	0

Ms.	Then Hwee Tan	BTJPT8765L 08354724	Non-Executive/ Non Independent	N.A		18.02.2019	16.09.2022	N.A.	1	0	0	0
Mr.	Ranjit Shahani	AHQPS0542Q 00103845	Non-Executive/ Non Independent	N.A		01.04.2019	16.09.2022	N.A.	3	2	3	1
Mr.	Arun Kumar Anand	ABHPA1150D 08964078	Non-Executive/ Nominee	N.A		28.04.2022	16.09.2022	N.A.	1	0	0	0
Mr.	Mario Gross	Z000000000 09586077	Non-Executive/ Non Independent	N.A		30.04.2022	16.09.2022	N.A.	1	0	0	0
Mr.	Neeraj Akhoury	AAWPA5310M 07419090	Executive	N.A.	MD-CEO	21.02.2020	16.09.2022	N.A.	2	0	1	0
Mr.	Gautam S. Adani	ABKPA0965H 00006273	Non-Executive/ Non Independent	Chairperson relate to promoter		16.09.2022	-	N.A.	7	0	0	0
Mr.	Karan Adani	AIQPA6672F 03088095	Non-Executive/ Non Independent	N.A		16.09.2022	-	N.A.	2	0	3	0
Mr.	Maheswar Sahu	ADKPS6835Q 00034051	Non-Executive/ Independent	N.A		16.09.2022	-	0.50	3	3	8	3

Mr.	Rajnish Kumar	AJPK9858M 05328267	Non-Executive/Independent	N.A		16.09.2022	-	0.50	3	3	3	2
Mr.	Ameet Desai	ADKPD8381N 00007116	Non-Executive/Independent	N.A		16.09.2022	-	0.50	2	2	3	1
Ms.	Purvi Sheth	AALPS8544C 06449636	Non-Executive/Independent	N.A		16.09.2022	-	0.50	4	4	0	0
Mr.	M.R.Kumar	AAAPK7351G 03628755	Non-Executive/Nominee	N.A		16.09.2022	-	N.A.	1	0	0	0
Mr.	Ajay Kapur	ADYPK9189P 03096416	Executive	N.A	CEO	17.09.2022	-	N.A.	1	0	1	0

II. Composition of Committees

Name of Committee	DIN	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of appointment on the Committee	Date of cessation on the Committee	Remarks
Audit Committee	00015986	Mr. Rajendra Chitale	Chairperson/Non-Executive/Independent	04-07-2002	16.09.2022	-
	00010180	Mr. Nasser Munjee	Non-Executive/Independent	05-04-2013	16.09.2022	
	00077715	Mr. Martin Kriegner	Non-Executive/Non-Independent	11-02-2016	16.09.2022	
	00043265	Ms. Shikha Sharma	Non-Executive/Independent	03-04-2019	16.09.2022	
	00004258	Dr. Omkar Goswami	Non-Executive /Independent	18-02-2021	16.09.2022	
	05328267	Mr. Rajnish Kumar	Chairperson/Non-Executive/Independent	16.09.2022	-	

	00034051	Mr. Maheswar Sahu	Non-Executive/Independent	16.09.2022	-	
	05328267	Mr. Ameet Desai	Non-Executive/Independent	16.09.2022	-	
Nomination & Remuneration Committee	00010180	Mr. Nasser Munjee	Chairperson/Non-Executive/Independent	22-05-2002	16.09.2022	
	00276351	Mr. Narotam.S Sekhsaria	Non-Executive/Non-Independent	04-08-1999	16.09.2022	
	00007347	Mr. Shailesh Haribhakti	Non-Executive/Independent	25-04-2008	16.09.2022	
	00077715	Mr. Martin Kriegner	Non-Executive/Non-Independent	11-02-2016	16.09.2022	
	06449636	Ms. Purvi Sheth	Chairperson/Non Executive/Independent	16.09.2022	-	
	05328267	Mr. Rajnish Kumar	Non-Executive/Independent	16.09.2022	-	
	00034051	Mr. Maheswar Sahu	Non-Executive/Independent	16.09.2022	-	
	00007116	Mr. Ameet Desai	Non-Executive/Independent	16.09.2022	-	
Stakeholders' Relationship Committee	00103845	Mr. Ranjit Shahani	Chairperson/Non-Executive / Non-Independent	03-04-2019	16.09.2022	
	00004258	Dr. Omkar Goswami	Non-Executive /Independent	03-04-2019	16.09.2022	
	00015986	Mr. Rajendra Chitale	Non-Executive /Independent	22-04-2009	16.09.2022	
	07419090	Mr. Neeraj Akhoury	Executive	21-02-2020	16.09.2022	
	00034051	Mr. Maheswar Sahu	Chairperson/Non-Executive/Independent	16.09.2022	-	
	00007116	Mr. Ameet Desai	Non-Executive/Independent	16.09.2022	-	
	03088095	Mr. Karan Adani	Non-Executive/Independent	16.09.2022	-	
	03096416	Mr. Ajay Kapur	Executive	16.09.2022	-	

Risk Management Committee	00015986	Mr. Rajendra Chitale	Chairperson/Non-Executive /Independent	24-04-2014	16.09.2022	
	00010180	Mr. Nasser Munjee	Non- Executive /Independent	24-04-2014	16.09.2022	
	00007347	Mr. Shailesh Haribhakti	Non - Executive /Independent	24-04-2014	16.09.2022	
	07419090	Mr. Neeraj Akhoury	Executive	21-02-2020	16.09.2022	
	00007116	Mr. Ameet Desai	Chairperson/Non-Executive/Independent	16.09.2022	-	
	06449636	Ms. Purvi Sheth	Non- Executive/Independent	16.09.2022	-	
	05328267	Mr. Rajnish Kumar	Non-Executive/Independent	16.09.2022	-	
	03096416	Mr. Ajay Kapur	Executive	16.09.2022	-	
Corporate Social Responsibility Committee	00276351	Mr. Narotam.S Sekhsaria	Chairperson/Non-Executive/Non-Independent	03-05-2013	16.09.2022	
	00010180	Mr. Nasser Munjee	Non-Executive /Independent	03-05-2013	16.09.2022	
	00015986	Mr. Rajendra Chitale	Non - Executive /Independent	24-04-2014	16.09.2022	
	00077715	Mr. Martin Kriegner	Non - Executive/Non-Independent	11-02-2016	16.09.2022	
	07419090	Mr. Neeraj Akhoury	Executive	21-02-2020	16.09.2022	
	05328267	Mr. Rajnish Kumar	Chairperson/Non-Executive/Independent	16.09.2022	-	
	00034051	Mr. Maheswar Sahu	Non-Executive/Independent	16.09.2022	-	
	06449636	Ms. Purvi Sheth	Non- Executive/Independent	16.09.2022	-	
	03088095	Mr. Karan Adani	Non-Executive/Non - Independent	16.09.2022	-	

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the Previous Quarter	Dates(s) of Meeting (if any) in the Relevant Quarter	Maximum gap between Two consecutive meetings (in number of days)	Total number of Directors as on date of the Meeting	Number of Directors Present	No. of Independent Directors attending the meeting
28 th April, 2022	19 th July, 2022	55 days	15	13	5
15 th May, 2022	16 th September, 2022	58 days	15	12	4
24 th May, 2022	16 th September, 2022		8	7	4
IV. Meeting of Committees					
Date(s) of Meeting (if any) in the Previous Quarter	Dates(s) of Meeting (if any) in the Relevant Quarter	Maximum gap between Two consecutive meetings (in number of days)	Total number of Directors as on date of the Meeting	Number of Directors Present	No. of Independent Directors attending the meeting
Audit Committee					
28 th April, 2022	19 th July, 2022	27 days	5	4	3
21 st June, 2022	5 th August, 2022	16 days	5	5	4
	16 th September, 2022	41 days	3	3	3

Stakeholders Relationship Committee					
27 th April, 2022	18 th July, 2022	81 days	4	4	2
Nomination & Remuneration Committee					
27 th April, 2022	16 th September, 2022	123 days	6	5	3
15 th May, 2022	16 th September, 2022		4	4	4

V. Related Party Transactions		
Subject	Compliance Status	
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	

VI. Affirmations		
Sr. 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 100 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.	-
<p>The quarterly compliance report for the quarter ended 30th June, 2022 was taken on record by the Board of Directors at the Board Meeting held on 19th July, 2022</p> <p>The quarterly compliance report for the quarter ended 30th September, 2022 will be placed before the Board of Directors at the forthcoming Board Meeting scheduled to be held in October 2022.</p> <p>Rajiv Gandhi Company Secretary & Compliance Officer ACS 11263</p>		