



**Birla Cable Limited**  
(Formerly Birla Ericsson Optical Limited)

**Regd. Office & Works:**  
Udyog Vihar, P.O. Chorhata, Rewa - 486 006 Madhya Pradesh, India  
Telephone: +91 7662 400580, Fax: +91 7662 400680  
Email: headoffice@birlacable.com; Website: www.birlacable.com  
PAN No. AABCB1380L CIN: L31300MP1992PLC007190

BIRLA CABLE/CS/20-21/

15 OCT 2020

BSE Ltd.  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
P.J.Towers, Dalal Street,  
Fort,  
**MUMBAI-400 001**

The Manager,  
Listing Department,  
The National Stock Exchange of India Ltd,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E),  
**MUMBAI-400 051**

**Company's Scrip Code: 500060**

**Company's Scrip Code: BIRLACABLE**

Dear Sir,

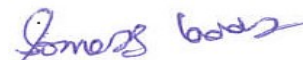
**Sub: Compliance Report of Corporate Governance  
for the Quarter ended 30.09.2020**

In compliance with the Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report of Corporate Governance for the quarter ended 30<sup>th</sup> September, 2020. We hope you will find the same in order.

This is for your information and records.

Thanking you,

Yours faithfully,  
**For Birla Cable Limited**

  
**(Somesh Laddha)**  
**Company Secretary**



**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

- (1) Name of Listed Entity : Birla Cable Limited  
 (2) Quarter ending 30.09.2020

**(I) Composition of Board of Directors**

Title Mr./Mrs./Ms.	Name of the Director	PAN	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ & Nominee)	Date of Birth	Whether Special Resolution passed? [Refer Reg.17(1A) of Listing Regulations]	Date of Passing Special Resolution	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 (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No. 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(s) held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Harsh V. Lodha	AASPH5152N	00394094	Chairperson - Non-Executive Non Independent Director	13-02-1967	N.A.	-	29-10-2007	06-08-2019	-	-	5	-	-	1
Mr.	D.R.Bansal	ADOPB9671K	00050612	Non-Executive Non Independent Director	01-08-1939	Yes	25-03-2019	04-05-2012	18-08-2020	-	-	2	-	2	-
Mr.	R.C.Tapuriah	ABKPT4204C	00395997	Non-Executive Independent Director	15-06-1942	Yes	25-03-2019	29-07-2001	01-04-2019	-	60	4	4	4	4
Dr.	Aravind Srinivasan	AKYPS6834Q	00088037	Non-Executive Independent Director	16-09-1969	N.A.	-	27-10-2004	01-04-2019	-	60	1	1	2	-
Mr.	Arun Kishore	AALPK4960C	00177831	Non-Executive Independent Director	02-08-1947	Yes	25-03-2019	30-07-2009	01-04-2019	-	60	1	1	1	-
Mr.	K.Raghuraman	AAAPR2131D	00320507	Non-Executive Independent Director	26-09-1948	Yes	25-03-2019	30-10-2009	01-04-2019	-	60	3	3	1	1
Mrs.	Archana Capoor	ABSPC4053C	01204170	Non-Executive Independent Director	17-09-1958	N.A.	-	10-11-2014	10-11-2019	-	60	5	5	2	1

Whether regular Chairperson appointed	Yes
Whether Chairperson is related to Managing Director or CEO	No

*Jan 28 2022*



**(II) Composition of Committees**

Sl. No.	Name of Committee	Whether regular Chairperson appointed	Name of Committee Members	Category-1 of Directors	Category-2 of Directors	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Mr.R.C.Tapuriah	Non Executive Independent Director	Chairperson	30-10-2009	-
			Dr.Aravind Srinivasan	Non Executive Independent Director	Member	27-10-2004	-
			Mr.Arun Kishore	Non Executive Independent Director	Member	30-07-2009	-
			Mr.K.Raghuraman	Non Executive Independent Director	Member	30-10-2009	-
2	Nomination & Remuneration Committee	Yes	Mr.R.C.Tapuriah	Non Executive Independent Director	Chairperson	19-05-2014	-
			Mr.D.R.Bansal	Non Executive Non Independent Director	Member	19-05-2014	-
			Dr.Aravind Srinivasan	Non Executive Independent Director	Member	19-05-2014	-
3	Risk Management Committee (if applicable)		----- N.A. -----				
4	Stakeholders Relationship Committee	Yes	Mr.R.C.Tapuriah	Non Executive Independent Director	Chairperson	19-05-2014	-
			Mr.D.R.Bansal	Non Executive Non Independent Director	Member	19-05-2014	-
			Dr.Aravind Srinivasan	Non Executive Independent Director	Member	19-05-2014	-
5	Corporate Social Responsibility Committee	Yes	Mr.D.R.Bansal	Non Executive Non Independent Director	Chairperson	10-11-2014	-
			Mr.R.C.Tapuriah	Non Executive Independent Director	Member	19-05-2014	-
			Dr.Aravind Srinivasan	Non Executive Independent Director	Member	19-05-2014	-

**(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	Whether requirement of quorum met (Yes/No)	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
01-06-2020	11-08-2020	Yes	5	4	70

**(IV) Meeting of Committees\***

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting(if any) in the relevant quarter	Whether requirement of quorum met (Yes/No)	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
01-06-2020	11.08.2020	Yes	4	4	70

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

*Sanjay Bansal*



**(V) Related Party Transactions**

Subject	Compliance status (Yes/No/NA) refer note below
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
<b>Note</b> (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.   | : YES |
| (2) The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015:   |       |
| (a) Audit Committee   | : YES |
| (b) Nomination & Remuneration Committee   | : YES |
| (c) Stakeholders Relationship Committee   | : YES |
| (d) Risk Management Committee (applicable to the top 100 listed entities)   | : NA  |
| (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. :  | YES   |
| (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. :                                 | YES   |
| (5) This report and/or the report submitted in the previous quarter has been placed before Board of Directors at its meeting held on 11.08.2020 and this report will be placed before the Board of Directors in the next Meeting. |       |

**Note:**  
 The Single Bench of the Hon'ble High Court at Calcutta by an order dated 18th September, 2020 in a probate proceeding in which the Company is not a party, has inter-alia stated in paragraph (b) at page 155 of the said order that the plaintiff No.1, Mr. Harsh Vardhan Lodha is restrained from holding any office in any of the entities of M.P. Birla Group. However, in appeals against the said order inter-alia by the Company, the Hon'ble Division Bench vide order dated 1st October, 2020 has inter-alia clarified that "the operation of paragraph (b) among the directions would be a restriction on plaintiff no. 1 Harsh Vardhan Lodha to the extent of it being a restriction from holding any office in any of the entities of the M P Birla Group during the pendency of the suit, on the strength of the shares referable to the estate of PDB (Priyamvada Devi Birla). "

Place: Rewa  
 Date : 15.10.2020



For Birla Cable Limited

*Somesh Laddha*

(Somesh Laddha)  
 Company Secretary

## BIRLA CABLE LIMITED

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE HALF YEAR ENDED 30.09.2020****(III) Affirmations**

Sl.No.	Particulars	Regulation Number	Compliance status (YES/NO/NA) Refer note below
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 Stakeholders 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

**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.

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

For Birla Cable Limited



*Somesh Laddha*

Place: Rewa

(Somesh Laddha)

Date : 15.10.2020

Company Secretary