

Corporate Governance Report

1. Name of Listed Entity : Coromandel International Limited
 2. Quarter ending : September 30, 2021

ANNEXURE I

I. Composition of Board of Directors									
Title	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non-Executive/in dependent/Nominee) &	Date of Appointment in the current term / cessation	Tenure*	No of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	A Vellayan	AACPV2231L 00148891	Chairman-Non-Executive	11/11/2020	-	2	1	-	-
Mr.	Arun Alagappan	AACPA9627P 00291361	~Executive	11/11/2020	-	2	1	1	-
Mr.	Ramesh K B Menon	ACTPM1182E 05275821	Non-Executive	11/11/2020	-	2	-	3	-
Ms.	Aruna B Advani	AABPA7648B 00029256	Non-Executive -Independent	30/08/2018	37 months	1	1	3	1
Mr.	Prasad Chandran	AACPC5766H 00200379	Non-Executive -Independent	18/04/2014	86 months	2	2	4	2
Dr.	R Nagarajan	AFNPR7598L 02705175	@Non-Executive -Independent	01/10/2018	36 months	1	1	-	-
Mr.	Sumit Bose	AAYPB9260F 03340616	#Non-Executive -Independent	21/03/2016	66 months	4	4	7	5
Mr.	K V Parameshwar	AAPPP2227H 08244973	Non-Executive	01/10/2018	36 months	1	1	2	-
Ms.	M M Venkatachalam	AACPV2232K 00152619	Non-Executive	23/01/2007	-	5	2	5	2
Mr.	Sameer Goel	AAZPG2125M 07298938	Executive	01/10/2015	-	1	-	1	-

[§]PAN number of any director would not be displayed on the website of Stock Exchange

[&]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
^{*} 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.

[~] Appointed as Executive Vice Chairman in the Board Meeting held on February 01, 2021.

[@]Appointment as an Independent Director for the period of 5 years was approved at the Annual General Meeting of the shareholders of the Company, held on July 26, 2016.

[#] Re-appointed as Independent Director w.e.f March 21, 2021 at the Annual General Meeting of the shareholders of the Company, held on July 24, 2020.

ANNEXURE I

II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-executive / Independent / Nominee) ^{&}	Date of Appointment on Committee
1. Audit Committee	1. Mr. Sumit Bose	Chairman-Non-Executive-Independent	21-03-2016
	2. Mr. Arun Alagappan	Executive	01-12-2020
	3. Ms. Aruna B. Advani	Non-Executive-Independent	13-10-2018
	4. Mr. K V Parameshwar	Non-Executive-Independent	13-10-2018
	5. Mr. Prasad Chandran	Non-Executive-Independent	01-11-2014
2. Nomination & Remuneration Committee	1. Mr. Sumit Bose	Chairman-Non-Executive-Independent	24-07-2016
	2. Mr. A Vellayan	Non-Executive-Non-Independent	01-12-2020
	3. Ms. Aruna B. Advani	Non-Executive-Independent	13-10-2018
3. Stakeholders Relationship Committee	1. Mr. Prasad Chandran	Chairman- Non-Executive & Independent	26-07-2016
	2. Mr. Ramesh K B Menon	Non-Executive-Non-Independent	01-12-2020
	3. Mr. Sameer Goel	Executive	22-01-2016
4. Risk Management Committee	1. Mr. Prasad Chandran	Chairman-Non-Executive & Independent	27-12-2016
	2. Mr. Sameer Goel	Executive	27-10-2015
	3. Mr. Arun Alagappan	Executive	01-12-2020
5. Corporate Social Responsibility Committee	1. Mr. Arun Alagappan	Executive - Chairman	01-12-2020
	2. Mr. Sameer Goel	Executive	27-10-2015
	3. R Nagarajan	Non-Executive-Independent	29-04-2021
^{&} 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			

ANNEXURE I

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)
April 29, 2021	July 26, 2021	87 days

IV. Meeting of Committees				
Name of the 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 Meeting	July 26, 2021	Yes	April 29, 2021	87 days
Nomination & Remuneration Committee Meeting	July 26, 2021	Yes	April 29, 2021	87 days
Risk Management Committee Meeting	September 21, 2021	Yes	-	-

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

ANNEXURE I

VI. Affirmations		
Sr	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 500 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:	-

Annexure I		
Sr	Subject	Compliance Status
1	Name of signatory	Rajesh Mukhija
2	Designation	Company Secretary and Compliance Officer

ANNEXURE III

VII. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No)	Is Status is No, details of non-compliance may be given here
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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	-
Any other information to be provided			-	-

Annexure III	
Subject	Compliance Status
Name of signatory	Rajesh Mukhija
Designation	Company Secretary and Compliance Officer

VIII. Additional Half Yearly Disclosure		
Applicability of Disclosure		Not Applicable
Reason for Non Applicability		-
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	NA	NA
Promoter Group or any other entity controlled by them	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA
KMPs or any other entity controlled by them	NA	NA

ANNEXURE III

(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	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA
(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	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA
(D) Additional Information			-

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.		NA	NA
Name		Jayashree Satagopan	
Designation		EVP & Chief Financial Officer	
Place		Secunderabad	
Date		21-10-2021	
Signatory Details			
Name of Signatory	Rajesh Mukhija		
Designation of person	Company Secretary and Compliance Officer		
Place	Secunderabad		
Date	21-10-2021		