



**COMPLIANCE REPORT ON CORPORATE GOVERNANCE IN TERMS OF REGULATION 27(2) OF THE
SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

ANNEXURE I

Name of the Company	:	Aditya Birla Fashion and Retail Limited [Scrip codes: BSE - 535755 & 890148 and NSE – ABFRL & ABRLPP1]
Quarter ending	:	March 31, 2021

I. COMPOSITION OF THE BOARD OF DIRECTORS

Title (Mr./ Ms.)	Name of the director	PAN	DIN	Category	Date of birth	Whether special resolution passed? (Refer Reg. 17(1A) of SEBI Listing Regulations) If yes, date of passing Special Resolution	Initial date of appointment	Date of reappointment	Date of cessation	Tenure of director ⁽¹⁾ (in months)	Number of directorship in listed entities including this listed entity (Refer Reg. 17A of SEBI Listing Regulations)	Number of independent directorship in listed entities including this listed entity (Refer Reg. 17A(1) of SEBI Listing Regulations)	Number of memberships in audit/ stakeholder committee(s) including this listed entity (Refer Reg. 26(1) of SEBI Listing Regulations) ⁽²⁾	Number of post of chairperson in audit/ stakeholder committee held in listed entities including this listed entity (Refer Reg. 26(1) of SEBI Listing Regulations) ⁽²⁾
Mr.	Kumar Mangalam Birla	AEFPB5926H	00012813	Chairperson related to Promoter - Non-executive - Non Independent Director	June 14, 1967	N.A.	February 24, 2021	-	-	N.A.	7	-	-	-
Mr.	Himanshu Kapania	AAIPK2985J	03387441	Non-executive - Non Independent Director	April 23, 1961	N.A.	January 1, 2020	January 1, 2020	-	N.A.	2	-	2	1
Mr.	Ashish Dikshit	ADXPA0013B	01842066	Executive - Managing Director	July 15, 1969	N.A.	February 1, 2018	-	-	N.A.	1	-	-	-
Mr.	Nish Bhutani	APUPB6468E	03035271	Non-executive - Independent Director	March 7, 1967	N.A.	June 5, 2020	June 5, 2020	-	9	1	1	1	-
Ms.	Preeti Vyas	AAAPV4921B	02352395	Non-executive - Independent Director	November 26, 1956	N.A.	March 31, 2021	-	-	0	2	2	1	1
Ms.	Sangeeta Pendurkar	ACFPP8033R	03321646	Executive Director	January 24, 1966	N.A.	February 24, 2021	-	-	N.A.	1	-	2	-
Ms.	Sukanya Kripalu	AAAPK9658A	06994202	Non-executive - Independent Director	October 30, 1960	N.A.	October 13, 2014	August 21, 2019	-	77	4	4	8	-

ADITYA BIRLA FASHION AND RETAIL LIMITED

Registered Office:

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Quarter ending	:	March 31, 2021

Title (Mr./ Ms.)	Name of the director	PAN	DIN	Category	Date of birth	Whether special resolution passed? (Refer Reg. 17(1A) of SEBI Listing Regulations) If yes, date of passing Special Resolution	Initial date of appointment	Date of reappointment	Date of cessation	Tenure of director ⁽¹⁾ (in months)	Number of directorship in listed entities including this listed entity (Refer Reg. 17A of SEBI Listing Regulations)	Number of independent directorship in listed entities including this listed entity (Refer Reg. 17A(1) of SEBI Listing Regulations)	Number of memberships in audit/ stakeholder committee(s) including this listed entity (Refer Reg. 26(1) of SEBI Listing Regulations) ⁽²⁾	Number of post of chairperson in audit/ stakeholder committee held in listed entities including this listed entity (Refer Reg. 26(1) of SEBI Listing Regulations) ⁽²⁾
Mr.	Sunirmal Talukdar	ABNPT6999B	00920608	Non-executive - Independent Director	December 6, 1951	N.A.	March 11, 2020	March 11, 2020	-	12	5	5	8	5
Mr.	Sushil Agarwal	AADPA3179R	00060017	Non-executive - Non Independent Director	June 13, 1963	N.A.	August 6, 2009	September 7, 2020	March 31, 2021	N.A.	2	-	5	-
Mr.	Vikram Rao	AANPR3719C	00017423	Non-executive - Non Independent Director	September 10, 1950	N.A.	March 17, 2021	-	-	N.A.	1	1	-	-
Mr.	Vishak Kumar	ABJPK7731J	09078653	Executive Director	June 23, 1972	N.A.	February 24, 2021	-	-	N.A.	1	1	-	-
Mr.	Yogesh Chaudhary	AFKPC1923P	01040036	Non-executive - Independent Director	October 9, 1986	N.A.	March 17, 2021	-	-	1	1	1	-	-
Whether Regular chairperson appointed					Yes									
Whether Chairperson is related to managing director or CEO					No									

(1) In terms of the Circular bearing No. SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated July 16, 2019 issued by Securities and Exchange Board of India ("SEBI"), the tenure is provided only for Independent Directors from the date of appointment upto March 31, 2021.

(2) Deemed public companies have also been considered in the count of Memberships/Chairpersonships for the Audit and Stakeholders Committee.

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Quarter ending	:	March 31, 2021

II. COMPOSITION OF COMMITTEES

Sr. No.	Name of the Committee	Whether Regular Chairperson appointed (Yes/ No)	Name of the Committee members	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of appointment	Date of cessation
1.	Audit Committee	Yes	Mr. Sunirmal Talukdar	00920608	Non-executive - Independent Director - Chairperson	March 11, 2020	-
			Mr. Nish Bhutani	03035271	Non-executive - Independent Director - Member	June 5, 2020	-
			Ms. Sukanya Kripalu	06994202	Non-executive - Independent Director - Member	October 28, 2014	-
			Mr. Sushil Agarwal	00060017	Non-executive - Non Independent Director - Member	April 19, 2013	March 31, 2021
2.	Nomination and Remuneration Committee	Yes	Ms. Sukanya Kripalu	06994202	Non-executive – Independent Director - Chairperson	October 28, 2014	-
			Mr. Nish Bhutani	03035271	Non-executive - Independent Director - Member	June 5, 2020	-
			Mr. Sunirmal Talukdar	00920608	Non-executive - Independent Director - Member	March 11, 2020	-
			Mr. Sushil Agarwal	00060017	Non-executive - Non Independent Director - Member	July 31, 2014	March 31, 2021
3.	Risk Management and Sustainability Committee	Yes	Mr. Sunirmal Talukdar	00920608	Non-executive - Independent Director - Chairperson	March 11, 2020	-
			Mr. Sushil Agarwal	00060017	Non-executive - Non Independent Director - Member	November 4, 2015	March 31, 2021
			Mr. Himanshu Kapania	03387441	Non-Executive Director and Vice Chairman - Member	January 1, 2020	-
4.	Stakeholders Relationship Committee	Yes	Mr. Himanshu Kapania	03387441	Non-Executive Director - Non Independent Director- Chairperson	January 1, 2020	-
			Ms. Sukanya Kripalu	06994202	Non-executive - Independent Director - Member	October 28, 2014	-
			Mr. Sushil Agarwal	00060017	Non-executive - Non Independent Director - Member	April 19, 2013	March 31, 2021
5.	Corporate Social Responsibility Committee	Yes	Mr. Himanshu Kapania	03387441	Non-Executive Director and Vice Chairman - Chairperson	January 1, 2020	-
			Mr. Nish Bhutani	03035271	Non-executive - Independent Director - Member	June 5, 2020	-
			Mr. Sushil Agarwal	00060017	Non-executive - Non Independent Director - Member	February 5, 2015	March 31, 2021

(1) W.e.f. April 1, 2021 Mr. Yogesh Chaudhary has been appointed in the Corporate Social Responsibility Committee and Mr. Vikram Rao has been appointed in the Risk Management and Sustainability Committee & Stakeholders Relationship Committee

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Quarter ending	:	March 31, 2021

III. MEETING OF BOARD OF DIRECTORS

Sr. No.	Date(s) of meeting(s) (if any) in the previous quarter and current quarter	Maximum gap between any two consecutive meetings ⁽¹⁾ (in number of days)	Note for not providing date	Whether requirement of quorum met (Yes/No)	Number of directors present	Number of independent directors attending the meeting
1.	October 23, 2020	-	N.A.	Yes	6 out of 6	3 out of 3
2.	November 6, 2020	13	N.A.	Yes	6 out of 6	3 out of 3
3.	January 27, 2021	81	N.A.	Yes	6 out of 6	3 out of 3
4.	January 28, 2021	0	N.A.	Yes	6 out of 6	3 out of 3
5.	February 8, 2021	10	N.A.	Yes	6 out of 6	3 out of 3
6.	February 24, 2021	15	N.A.	Yes	6 out of 7	2 out of 3

Note: (1) Excluding the day of meeting.

IV. MEETING OF COMMITTEES

Sr. No.	Name of the committee	Date(s) of meeting(s) of the committee in the previous quarter and current quarter	Maximum gap between any two consecutive meetings in number of days ⁽¹⁾ (in number of days)	Reason for not providing date	Whether requirement of quorum met (Yes/No)	Number of directors present	Number of independent directors attending the meeting
1.	Audit Committee	October 23, 2020	-	N.A.	Yes	4 out of 4	3 out of 3
2.	Audit Committee	November 6, 2020	13	N.A.	Yes	4 out of 4	3 out of 3
3.	Audit Committee	February 8, 2021	93	N.A.	Yes	4 out of 4	3 out of 3
4.	Audit Committee	March 17, 2021	36	N.A.	Yes	4 out of 4	3 out of 3
5.	Risk Management Committee	March 17, 2021	N.A.	N.A.	Yes	3 out of 3	1 out of 1
6.	Stakeholders Relationship Committee	March 17, 2021	N.A.	N.A.	Yes	3 out of 3	1 out of 1
7.	Corporate Social Responsibility	March 17, 2021	N.A.	N.A.	Yes	3 out of 3	1 out of 1

Note: (1) Excluding the day of meeting.

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Quarter ending	:	March 31, 2021

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

VI. AFFIRMATIONS

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*"SEBI Listing Regulations"*): **No**
[The NRC is in the process of finding a suitable Independent Director to ensure adequate balance in Board Composition.]
2. The composition of the following committees is in terms of SEBI Listing Regulations:
 - a. Audit Committee: **Yes**
 - b. Nomination and Remuneration Committee: **Yes**
 - c. Stakeholders Relationship Committee: **Yes**
 - d. Risk Management Committee: **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Listing Regulations: **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI Listing Regulations: **Yes**
5.
 - a. The report submitted in the previous quarter has been placed before board of directors at its meeting held on February 8, 2021 (*"said report"*). There were no specific comments/ observations/ advice of the Board on the said report.
 - b. This report will be placed at the meeting of Board of Directors of the Company for the quarter ended on March 31, 2021. Comments/ observations/ advice of the Board thereon, if any, will be reported in the report with respect to the quarter ended June 30, 2021.

For **Aditya Birla Fashion and Retail Limited**

Geetika Anand
Company Secretary & Compliance Officer

Place : Mumbai
Date : April 15, 2021

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REGULATIONS, 2015 ("SEBI Listing Regulations")**

ANNEXURE II

Name of the Company	:	Aditya Birla Fashion and Retail Limited
Financial Year ended on	:	March 31, 2021

I. Disclosure on website in terms of SEBI Listing Regulations

Item	Compliance status (Yes/No/NA)	Web Address
Details of business	Yes	http://www.abfrl.com/corporate-governance/
Terms and conditions of appointment of Independent director	Yes	http://www.abfrl.com/corporate-governance/policies/
Composition of various committees of board of directors	Yes	http://www.abfrl.com/corporate-governance/
Code of conduct of board of directors and senior management personnel	Yes	http://www.abfrl.com/corporate-governance/code-of-conduct/
Details of establishment of vigil mechanism/Whistle Blower Policy	Yes	http://www.abfrl.com/corporate-governance/policies/
Criteria of making payments to non-executive directors	N.A.	N.A.
Policy on dealing with related party transactions	Yes	http://www.abfrl.com/corporate-governance/policies/
Policy for determining 'material' subsidiaries	Yes	http://www.abfrl.com/corporate-governance/policies/
Details of familiarization programmes imparted to independent directors	Yes	http://www.abfrl.com/corporate-governance/policies/
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.abfrl.com/investor-relations/
Email address for grievances redressal and other relevant details	Yes	http://www.abfrl.com/investor-relations/
Financial results	Yes	http://www.abfrl.com/investors/financial-and-other-reports/
Shareholding pattern	Yes	
Details of agreement entered into with the media companies and/or their associates	N.A.	N.A.

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Name of the Company	:	Aditya Birla Fashion and Retail Limited
Financial Year ended on	:	March 31, 2021

Item	Compliance status (Yes/No/NA)	Web Address
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	http://www.abfrl.com/investors/financial-and-other-reports/
New name and old name of the listed entity	NA	-
Advertisements as per regulation 47 (1)	Yes	http://www.abfrl.com/shareholders/board-meetings/
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	http://www.abfrl.com/shareholders/credit-ratings/
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	http://www.abfrl.com/investors/agm-2020/
As per other regulations of the LODR:		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://www.abfrl.com/investor-relations/
Materiality Policy as per Regulation 30	Yes	http://www.abfrl.com/corporate-governance/policies/
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	http://www.abfrl.com/corporate-governance/policies/

II. Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	No
Meeting of Board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes

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Financial Year ended on	:	March 31, 2021

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.

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ANNEXURE II

Name of the Company	:	Aditya Birla Fashion and Retail Limited
Financial Year ended on	:	March 31, 2021

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III. Affirmations

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied: **Yes**

Geetika Anand
Company Secretary & Compliance Officer

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