Quarterly Corporate Governance Report

1. Name of Listed Entity : Dalmia Bharat Limited

2. Quarter ending: December 31, 2023

I. Com	position of Board of Di	irectors										
Title (Mr. / Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/Non- Executive/ independent/ Nominee)	Initial Date of appointment	Date of Re- appointment	Date of Cessation	Tenure (In Months) *	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Yadu Hari Dalmia	00009800	Non-Executive – Non Independent Director	15-10-2018	-	-	-	02-06-1947	1	-	1	1
Mr.	Gautam Dalmia**	00009758	Executive- Managing Director	30-10-2018	30-10-2023	-	-	16-01-1968	3	-	3	-
Mr.	Puneet Yadu Dalmia***	00022633	Executive- Managing Director & CEO	30-10-2018	30-10-2023	-	-	15-10-1972	3	2	1	-
Dr.	Niddodi Subrao Rajan	07339365	Non-Executive – Non Independent Director	30-08-2019	-	-	-	11-11-1961	1	-	-	-
Mr.	Paul Heinz Hugentobler****	00452691	Independent- Non-Executive Director	01-07-2023	-	-	6	14-02-1949	2	1	3	1
Mrs.	Anuradha Mookerjee****	10174271	Independent- Non-Executive Director	01-07-2023	-	-	6	08-03-1961	1	1	1	0
Mr.	Anuj Gulati ****	00278955	Independent- Non-Executive Director	14-10-2023	-	-	2.17	27-06-1973	1	1	2	0
Mr.	Pradip Kumar		Independent-	15-10-2018	15-10-2018	14-10-2023	60	25-03-1941	-	-	-	-

	Khaitan*****	00004821	Non-Executive-									
Mr.	Vizandra Cingh	00253196	Indonondont	15-10-2018	15-10-2018	14-10-2023	60	24-07-1946				
wr.	Virendra Singh Jain*****	00253196	Independent- Non-Executive	15-10-2018	15-10-2018	14-10-2023	60	24-07-1946	-	-	-	-
	Jaill		Director									
۸rs.	Sudha	02263950	Independent -	15-10-2018	15-10-2018	14-10-2023	60	01-05-1950	-		-	-
/11.5.	Pillai*****	02203330	Non-Executive	15 10 2010	15 10 2010	14 10 2023	00	01 05 1550				
	1 mai		Director									
Tenur	e of Independent Dire	ctor has been count	ed from his/her initial dat	te of appointment	till December 31,	2023.				-		
*Mr. 0	Gautam Dalmia was re	-appointed as a Man	aging Director of the Con	npany w.e.f. 30-10	-2023 in the Annu	ial General Meeti	ing of the	Company, held or	i June 30, 2023.			
			a Managing Director of th									
			a Mookerjee were appoir						the Company, he	eld on June 30, 2023.		
			lent Director of the Comp	oany w.e.f 14-10-2	023, subject to the	e approval of sha	reholders.					
	Retirement on comple											
lote: N	one of the Directors v	vere disqualified und	ler section 164 of the Con	npanies Act, 2013								
Nhetl	ner Regular chairp	erson appointed	d – No									
	•			o board has a	ot alacted a			o Roard in al	octing one of	the Independent	· Diroctor's	Chairman
			ip Kumar Khaitan, th	ie board has h	ot elected a re	gular Chairpe	erson. H	ie Board is ele	ecting one of	the independent	L Director's as	chairpers
or the	e meeting at its n	neetings only.										
What	oor Chairporcon in	rolated to Man	aging Director or CE(Not Applic	ahla							
Whetl	ner Chairperson is	related to Mana	aging Director or CEC	O – Not Applic	able							
Whetl	ner Chairperson is	related to Mana	aging Director or CEC	O – Not Applic	able							
	ner Chairperson is		aging Director or CEC	O – Not Applic	able							
I. Com	· · ·		aging Director or CEC			nittee members		Date of	Date of	Category(Chairpe		
I. Com	position of Committe					nittee members		Date of Appointment	Date of Cessation	Category(Chairpe Executive/indepe		
I. Com Name c	position of Committee		Whether Regular cha		Name of Comn			Appointment		Executive/indepe	ndent/Nominee)	&
I. Com Name c	position of Committe		Whether Regular cho		Name of Comn Mr. Paul Heinz	Hugentobler				Executive/indepe Chairperson - Nor	ndent/Nominee)	&
I. Com Name c	position of Committee		Whether Regular cha		Name of Comn Mr. Paul Heinz Mr. Anuradha	Hugentobler Mookerjee		Appointment 14-10-2023 14-10-2023		Executive/indepe Chairperson - Nor Non-Executive- In	ndent/Nominee) n-Executive-Indep dependent	&
I. Com lame c	position of Committee	25	Whether Regular cha		Name of Comn Mr. Paul Heinz	: Hugentobler Mookerjee :i		Appointment 14-10-2023		Executive/indepe Chairperson - Nor	ndent/Nominee) n-Executive-Indep dependent dependent	& endent
I. Com Vame c 1. Audit	position of Committee f Committee	25	Whether Regular cha appointed Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat	Hugentobler Mookerjee ;i Hugentobler		Appointment 14-10-2023 14-10-2023 14-10-2023	Cessation - - -	Executive/indepe Chairperson - Nor Non-Executive- In Non-Executive-In	ndent/Nominee) Executive-Indep dependent dependent -Executive-Indepe	& endent
I. Com Vame c 1. Audit	position of Committee f Committee	25	Whether Regular cha appointed Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz	Hugentobler Mookerjee i Hugentobler Mookerjee		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023	Cessation - - -	Executive/indepe Chairperson - Nor Non-Executive-In Non-Executive-In Chairperson-Non-	ndent/Nominee) Executive-Indep dependent dependent -Executive-Indepe	& endent
I. Com Jame c Audit 2. Nom	position of Committee f Committee	es on Committee	Whether Regular cha appointed Yes		Mr. Paul Heinz Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha	Hugentobler Mookerjee ;i Hugentobler Mookerjee brao Rajan		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023	Cessation - - -	Executive/indepe Chairperson - Nor Non-Executive- In Non-Executive-In Chairperson-Non- Non-Executive- In	ndent/Nominee) n-Executive-Indep dependent dependent Executive-Indepe dependent	& endent
I. Com Vame c I. Audit 2. Nom	position of Committee f Committee : Committee ination & Remuneration	es on Committee	Whether Regular cha appointed Yes Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019	Cessation - - - - - - -	Executive/indepe Chairperson - Nor Non-Executive- In Non-Executive-In Chairperson-Non- Non-Executive- In Non-Executive	ndent/Nominee) n-Executive-Indep dependent dependent Executive-Indepe dependent	& endent
I. Com Name c I. Audit 2. Nom	position of Committee f Committee : Committee ination & Remuneration	es on Committee	Whether Regular cha appointed Yes Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia almia		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018	Cessation - - - - - - -	Executive/indepe Chairperson - Nor Non-Executive- In Non-Executive- In Chairperson-Non- Non-Executive- In Non-Executive Chairperson-Non-	ndent/Nominee) n-Executive-Indep dependent dependent Executive-Indepe dependent Executive	& endent
I. Com Name c Audit 2. Nom 8. Stake	position of Committee f Committee : Committee ination & Remuneration	es on Committee Committee	Whether Regular cha appointed Yes Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia almia Hugentobler		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 15-10-2018	Cessation - - - - - - -	Executive/indepe Chairperson - Nor Non-Executive- In Non-Executive- In Chairperson-Non- Non-Executive- In Non-Executive Chairperson-Non- Executive	ndent/Nominee) n-Executive-Indep dependent Executive-Indepe dependent Executive dependent	& endent
I. Com Name c Audit 2. Nom 8. Stake	position of Committee of Committee committee ination & Remuneration cholders Relationship (es on Committee Committee	Whether Regular cha appointed Yes Yes Yes		Name of Comm Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Paul Heinz	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia almia Hugentobler brao Rajan		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 15-10-2018 14-10-2023	Cessation	Executive/indepe Chairperson - Nor Non-Executive- In Non-Executive- In Chairperson-Non- Non-Executive- In Non-Executive Chairperson-Non- Executive Non-Executive- In	ndent/Nominee) n-Executive-Indep dependent Executive-Indepe dependent Executive dependent	& endent
I. Com Name c I. Audit 2. Nom 3. Stake	position of Committee of Committee committee ination & Remuneration cholders Relationship (es on Committee Committee	Whether Regular cha appointed Yes Yes Yes		Name of Comm Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Paul Heinz Dr. Niddodi Sul	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia almia Hugentobler brao Rajan Dalmia		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 15-10-2018 14-10-2023 19-10-2019	Cessation	Executive/indepe Chairperson - Nor Non-Executive-Im Non-Executive-Im Chairperson-Non- Non-Executive Chairperson-Non- Executive Non-Executive-Im Chairperson-Non- Executive Non-Executive-Im	ndent/Nominee) n-Executive-Indep dependent Executive-Indepe dependent Executive dependent	& endent
I. Com Name c I. Audit 2. Nom 3. Stake	position of Committee of Committee committee ination & Remuneration cholders Relationship (es on Committee Committee	Whether Regular cha appointed Yes Yes Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Paul Heinz Dr. Niddodi Sul Mr. Yadu Hari I	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia almia Hugentobler brao Rajan Dalmia almia		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 14-10-2023 19-10-2019 15-10-2018	Cessation	Executive/indepe Chairperson - Nor Non-Executive-Im Chairperson-Non- Non-Executive-Im Non-Executive Chairperson-Non- Executive Non-Executive-Im Chairperson-Non- Executive Non-Executive-Im	ndent/Nominee) -Executive-Indep dependent Executive-Indepe dependent Executive dependent Executive dependent -Executive	& endent
I. Com Name c I. Audit 2. Nom 3. Stake	position of Committee of Committee committee ination & Remuneration cholders Relationship (es on Committee Committee	Whether Regular cha appointed Yes Yes Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Paul Heinz Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da	Hugentobler Mookerjee i Hugentobler Mookerjee brao Rajan Dalmia Hugentobler Drao Rajan Dalmia almia Mookerjee		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 14-10-2023 19-10-2019 15-10-2018 15-10-2018 15-10-2018	Cessation	Executive/indepe Chairperson - Nor Non-Executive-Im Chairperson-Non- Non-Executive-Im Non-Executive Chairperson-Non- Executive Non-Executive-Im Chairperson-Non- Executive Non-Executive-Im Chairperson-Non Non-Executive Executive	ndent/Nominee) Executive-Indep dependent -Executive-Indepe dependent -Executive dependent -Executive dependent -Executive	& endent
I. Com Name c I. Audit 2. Nom 3. Stake	position of Committee f Committee Committee ination & Remuneration cholders Relationship of porate Social Responsit	es on Committee Committee	Whether Regular cha appointed Yes Yes Yes Yes Yes		Name of Comn Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Paul Heinz Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Yadu Hari I	Hugentobler Mookerjee Hugentobler Mookerjee brao Rajan Dalmia Hugentobler Drao Rajan Dalmia almia Mookerjee		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 14-10-2023 19-10-2019 15-10-2018 15-10-2018 15-10-2018 15-10-2018 14-10-2023	Cessation	Executive/indepe Executive/indepe Chairperson - Nor Non-Executive-In Non-Executive-In Non-Executive-In Non-Executive Chairperson-Non- Executive Non-Executive-In Chairperson-Non Non-Executive Executive Non-Executive-In Non-Executive-In	ndent/Nominee) Executive-Indep dependent -Executive-Indepe dependent -Executive dependent -Executive dependent -Executive	& endent
II. Com Name c 1. Audit 2. Nom 3. Stake	position of Committee f Committee Committee ination & Remuneration cholders Relationship of porate Social Responsit	es on Committee Committee	Whether Regular cha appointed Yes Yes Yes Yes Yes		Name of Comm Mr. Paul Heinz Mr. Anuradha Mr. Anuj Gulat Mr. Paul Heinz Mr. Anuradha Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Paul Heinz Dr. Niddodi Sul Mr. Yadu Hari I Mr. Gautam Da Mr. Anuradha	Hugentobler Mookerjee i: Hugentobler Mookerjee brao Rajan Dalmia Hugentobler brao Rajan Dalmia almia Mookerjee Hugentobler brao Rajan		Appointment 14-10-2023 14-10-2023 14-10-2023 14-10-2023 14-10-2023 19-10-2019 15-10-2018 14-10-2023 19-10-2019 15-10-2018 15-10-2018 15-10-2018 15-10-2018 14-10-2023 14-10-2023	Cessation	Executive/indepe Executive/indepe Chairperson - Nor Non-Executive-In Non-Executive-In Non-Executive Chairperson-Non- Executive Non-Executive-In Chairperson-Non Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive In Chairperson - Nor	ndent/Nominee) Executive-Indep dependent -Executive-Indepe dependent -Executive dependent -Executive dependent -Executive	& endent

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting Whether		Number of Directors present	Number of independent	Maximum gap between any two consecutive (in
	(if any) in the	requirement of	······	Directors present	number of days)
	relevant quarter	Quorum met			
	,				
July 20, 2023	-	-	-	-	-
August 29, 2023	October 14, 2023	Yes	9	4	45
-	December 05, 2023	Yes	5	3	51
IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant	Whether	Number of	Number of independent Directors	Date(s) of meeting of the	Maximum gap between any two consecutive
quarter	requirement of	Directors	present	committee in the previous	meetings in number of days
	Quorum met	present		quarter	
	(details)				
Audit Committee			ſ		
-	-	-	-	July 20, 2023	-
October 14, 2023	Yes	3	3	August 29, 2023	45
Stakeholders Relationship Committee					
-	-	-	-	-	-
Corporate Social Responsibility Committee					
October 13, 2023	Yes	4	2	-	-
Risk Management Committee		1			
October 13, 2023	Yes	4	2	July 20, 2023	84
Nomination & Remuneration Committee					
-	-	-	-	August 11, 2023	-
October 14, 2023	Yes	3	2	August 29, 2023	45
000000114,2020	765	3	-	, lugust 25, 2025	45
V. Related Party Transactions					
······		Subject			Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes				
Whether shareholder approval obtained for material	NA				
Whether details of RPT entered into pursuant to omr	Yes				
	The second se				

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regu	llations, 2015.	
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirement	ts) Regulations, 2015:	
a. Audit Committee :		
b. Nomination & remuneration committee :		
c. Stakeholders relationship committee :		
d. Risk management committee :		
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.	
4. The meetings of the board of directors and the above committees have been conducted in the manner as spec	ified in SEBI (Listing obligations and disclosure requirements) Regulation	s, 2015.
5. the report submitted in the previous quarter have been placed before Board of Directors.		
Details of Orbe	r Security Incidence	
	nded September 30, 2023)	
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
ended September 30, 2023		
Date of Event	Detail of the event	
NA	NA	

For Dalmia Bharat Limited

Sd/-

Rajeev Kumar Company Secretary Date: January 15, 2023