

General information about company

| | |
|--|---------------------------|
| Scrip code | 500164 |
| NSE Symbol | GODREJIND |
| MSEI Symbol | NA |
| ISIN | INE233A01035 |
| Name of the entity | Godrej Industries Limited |
| Date of start of financial year | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2019 |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 500 listed entities |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | Textual Information(1) | | | | | | |
|--|-----------------|----------------------|------------|----------|--|---------------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| Wether the listed entity has a Regular Chairperson | | | | | | | | | | | | Yes | | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | | | Yes | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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) | 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) | Notes for not providing PAN | Notes for not providing DIN |
| 1 | Mr | A. B. Godrej | AAEPG5459R | 00065964 | Non-Executive - Non Independent Director | Chairperson related to Promoter | | 03-04-1942 | 07-03-1988 | 11-08-2017 | | 2 | 0 | 1 | 1 | | | |
| 2 | Mr | J. N. Godrej | AACPG0840L | 00076250 | Non-Executive - Non Independent Director | Not Applicable | | 24-01-1949 | 07-03-1988 | 13-08-2019 | | 4 | 0 | 1 | 0 | | | |
| 3 | Mr | N. B. Godrej | AADPG7643Q | 00066195 | Executive Director | Not Applicable | MD | 26-08-1951 | 07-03-1988 | 01-04-2017 | | 6 | 1 | 2 | 2 | | | |
| 4 | Mr | S. A. Ahmadullah | AABPA6163H | 00037137 | Non-Executive - Independent Director | Not Applicable | | 07-09-1939 | 03-01-1995 | 09-08-2014 | 08-08-2019 | 60 | 1 | 1 | 1 | 0 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 5 | Mr | V. M. Crishna | AACPC1580F | 00066267 | Non-Executive - Non Independent Director | Not Applicable | | 08-03-1945 | 03-01-1995 | 13-08-2018 | | | 3 | 1 | 1 | 0 | | |
| 6 | Mr | K. K. Dastur | AAEPD3782A | 00050199 | Non-Executive - Independent Director | Not Applicable | | 15-07-1941 | 01-05-2002 | 09-08-2014 | 08-08-2019 | 60 | 1 | 1 | 1 | 1 | | |
| 7 | Mr | A. D. Cooper | AAHPC9827G | 00026134 | Non-Executive - Independent Director | Not Applicable | | 23-08-1940 | 28-10-2015 | 28-10-2015 | | 47 | 1 | 1 | 3 | 0 | | |
| 8 | Mr | A. B. Choudhury | AAGPC4516K | 00557547 | Non-Executive - Independent Director | Not Applicable | | 26-12-1942 | 04-08-2009 | 09-08-2014 | 08-08-2019 | 60 | 1 | 1 | 1 | 0 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 9 | Mr | K. N. Petigara | AADPP1957A | 00066162 | Non-Executive - Independent Director | Not Applicable | | 10-07-1948 | 30-01-2002 | 09-08-2019 | | 2 | 2 | 2 | 1 | 2 | | |
| 10 | Mr | K. M. Elavia | AAAPE0157G | 00003940 | Non-Executive - Independent Director | Not Applicable | | 09-04-1946 | 28-05-2013 | 09-08-2019 | | 2 | 7 | 7 | 5 | 3 | | |
| 11 | Mrs | T. A. Dubash | AHCPD2973J | 00026028 | Executive Director | Not Applicable | | 14-09-1968 | 01-08-1996 | 01-04-2019 | | | 4 | 1 | 1 | 0 | | |
| 12 | Mr | N. S. Nabar | AABPN0184F | 06521655 | Executive Director | Not Applicable | | 31-07-1963 | 01-05-2013 | 01-04-2019 | | | 1 | 0 | 2 | 0 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 13 | Mrs | Rashmi Joshi | AAFPJ1609K | 06641898 | Non-Executive - Independent Director | Not Applicable | | 30-07-1966 | 15-03-2019 | | | 7 | 2 | 1 | 1 | 0 | | |
| 14 | Mr | Mathew Eipe | AAGPM9814L | 00027780 | Non-Executive - Independent Director | Not Applicable | | 07-06-1952 | 13-05-2019 | | | 5 | 1 | 1 | 1 | 0 | | |
| 15 | Mr | Ganapati Yadav | AAAPY1180M | 02235661 | Non-Executive - Independent Director | Not Applicable | | 14-09-1952 | 13-05-2019 | | | 5 | 3 | 3 | 2 | 0 | | |

Text Block

Textual Information(1)

1) Mr. A. B. Godrej is the Chairman of the Company. He himself is one of the Promoters as also is related to the Promoter of the Company.

2) Mr. S.A Ahmadullah, Mr. K.K Dastur and Mr. Amit Choudhury completed their term of 5 years on 8th August, 2019 and ceased to be Independent Directors of the Company. Accordingly, the details pertaining to their Directorships and Committee positions are as on 8th August, 2019 as last available with the Company.

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00050199 | K. K. Dastur | Non-Executive - Independent Director | Chairperson | 26-05-2010 | 08-08-2019 | |
| 2 | 00037137 | S. A. Ahmadullah | Non-Executive - Independent Director | Member | 18-01-2001 | 08-08-2019 | |
| 3 | 00557547 | A. B. Choudhury | Non-Executive - Independent Director | Member | 01-11-2012 | 08-08-2019 | |
| 4 | 00066162 | K. N. Petigara | Non-Executive - Independent Director | Chairperson | 29-07-2008 | | Textual Information(1) |
| 5 | 00026134 | A. D. Cooper | Non-Executive - Independent Director | Member | 09-08-2019 | | |
| 6 | 00027780 | Mathew Eipe | Non-Executive - Independent Director | Member | 09-08-2019 | | |
| 7 | 06521655 | N. S. Nabar | Executive Director | Member | 09-08-2019 | | |

Sr Text Block

Textual Information(1)

Mr. K.N.Petigara was already a member of Audit Committee. However w.e.f 9th August, 2019, he is appointed as the Chairperson of the Audit Committee in place of Mr. K.K. Dastur

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00037137 | S. A. Ahmadullah | Non-Executive - Independent Director | Chairperson | 22-02-2002 | 08-08-2019 | |
| 2 | 00557547 | A. B. Choudhury | Non-Executive - Independent Director | Member | 26-05-2010 | 08-08-2019 | |
| 3 | 00066162 | K. N. Petigara | Non-Executive - Independent Director | Chairperson | 22-02-2002 | | Textual Information(1) |
| 4 | 00027780 | Mathew Eipe | Non-Executive - Independent Director | Member | 09-08-2019 | | |
| 5 | 00026134 | A. D. Cooper | Non-Executive - Independent Director | Member | 09-08-2019 | | |

Sr Text Block

Textual Information(1)

Mr. K.N.Petigara was already a member of Nomination and Remuneration Committee. However w.e.f 9th August, 2019, he is appointed as the Chairperson of the Nomination and Remuneration Committee in place of Mr. S.A.Ahmadullah

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00065964 | A. B. Godrej | Non-Executive - Non Independent Director | Chairperson | 28-05-2003 | | |
| 2 | 00026028 | T. A. Dubash | Executive Director | Member | 07-05-2001 | | |
| 3 | 06521655 | N. S. Nabar | Executive Director | Member | 01-05-2013 | | |
| 4 | 00066195 | N. B. Godrej | Executive Director | Member | 07-05-2001 | | |
| 5 | 00026134 | A. D. Cooper | Non-Executive - Independent Director | Member | 01-04-2019 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00066195 | N. B. Godrej | Executive Director | Chairperson | 10-11-2014 | | |
| 2 | 00026028 | T. A. Dubash | Executive Director | Member | 10-11-2014 | | |
| 3 | 06521655 | N. S. Nabar | Executive Director | Member | 10-11-2014 | | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00066195 | N. B. Godrej | Executive Director | Chairperson | 07-02-2014 | | |
| 2 | 00026028 | T. A. Dubash | Executive Director | Member | 07-02-2014 | | |
| 3 | 00066162 | K. N. Petigara | Non-Executive - Independent Director | Member | 07-02-2014 | | |
| 4 | 00557547 | A. B. Choudhury | Non-Executive - Independent Director | Member | 07-02-2014 | 08-08-2019 | |
| 5 | 06521655 | N. S. Nabar | Executive Director | Member | 09-08-2019 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

Annexure 1

Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | | | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|--|---|--|---|------------------------------|--|------------------------------|---|
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | | | | |
| 1 | 13-05-2019 | | | | Yes | 13 | 7 |
| 2 | 17-05-2019 | | 3 | | Yes | 11 | 7 |
| 3 | | 13-08-2019 | 87 | | Yes | 10 | 4 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | | No. of Independent Directors attending the meeting* |
|--|-------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | |
| 1 | Audit Committee | 13-05-2019 | | | | Yes | 4 | 4 |
| 2 | Audit Committee | 17-05-2019 | 3 | | | Yes | 4 | 4 |
| 3 | Audit Committee | 13-08-2019 | 87 | | | Yes | 4 | 3 |
| 4 | Stakeholders Relationship Committee | 27-06-2019 | | | | Yes | 4 | 1 |
| 5 | Stakeholders Relationship Committee | 24-07-2019 | 26 | | | Yes | 5 | 1 |
| 6 | Stakeholders Relationship Committee | 30-08-2019 | 36 | | | Yes | 4 | 1 |

Annexure 1

IV. Meeting of Committees

| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|----|---|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| 7 | Stakeholders Relationship Committee | 30-09-2019 | 30 | | | Yes | 5 | 1 |
| 8 | Risk Management Committee | 10-05-2019 | | | | Yes | 3 | 0 |
| 9 | Risk Management Committee | 06-08-2019 | 87 | | | Yes | 3 | 0 |
| 10 | Corporate Social Responsibility Committee | 13-05-2019 | | | | Yes | 4 | 2 |
| 11 | Nomination and remuneration committee | 13-05-2019 | | | | Yes | 3 | 3 |

Annexure 1

V. Related Party Transactions

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|----------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

Annexure 1

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 |

Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|--|
| 1 | Name of signatory | Tejal Jariwala |
| 2 | Designation | Company Secretary and Compliance Officer |

Annexure III**III. Affirmations**

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If 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

| | | |
|---|-------------------|--|
| 1 | Name of signatory | Tejal Jariwala |
| 2 | Designation | Company Secretary and Compliance Officer |

Signatory Details

| | |
|-----------------------|--|
| Name of signatory | Tejal Jariwala |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Mumbai |
| Date | 10-10-2019 |

