

<b>General information about company</b>	
Scrip code	500164
NSE Symbol	GODREJIND
MSEI Symbol	NOTLISTED
ISIN	INE233A01035
Name of the entity	GODREJ INDUSTRIES LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
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)							
Whether 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	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)	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	N. B. Godrej	AADPG7643Q	00066195	Executive Director	Chairperson related to Promoter	MD	26-08-1951	NA		07-03-1988	01-04-2020			5	0	2	1		
2	Mr	J. N. Godrej	AACPG0840L	00076250	Non-Executive - Non Independent Director	Not Applicable		24-01-1949	NA		07-03-1988	13-08-2021			4	0	0	0		
3	Mrs	Tanya Dubash	AHCPD2973J	00026028	Executive Director	Not Applicable		14-09-1968	NA		01-08-1996	01-04-2019			5	2	2	0		
4	Mr	N. S. Nabar	AABPN0184F	06521655	Executive Director	Not Applicable		31-07-1963	NA		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

#### Whether 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	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)	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	Mathew Eipe	AAGPM9814L	00027780	Non-Executive - Independent Director	Not Applicable		07-06-1952	NA		13-05-2019	13-05-2019		35	1	1	2	2		
6	Mr	Ganapati Yadav	AAAPY1188M	02235661	Non-Executive - Independent Director	Not Applicable		14-09-1952	NA		13-05-2019	13-05-2019		35	5	5	4	0		
7	Ms	Monaz Noble	AABPN0356M	03086192	Non-Executive - Independent Director	Not Applicable		05-09-1967	NA		01-05-2020	01-05-2020		23	2	1	3	1		
8	Ms	Shweta Bhatia	AAMPB0389F	03164394	Non-Executive - Independent Director	Not Applicable		22-11-1978	NA		28-10-2020	28-10-2020		17	1	1	1	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether 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	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)	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	Sandeep Murthy	ANEPM8465E	00591165	Non-Executive - Independent Director	Not Applicable		22-11-1976	NA		01-03-2021	01-03-2021		13	1	1	1	0		
10	Mr	Ajaykumar Vaghani	AAAPV6324J	00186764	Non-Executive - Independent Director	Not Applicable		08-08-1966	NA		23-06-2021	23-06-2021		10	1	1	0	0		

**Text Block**

Textual Information(1)	<p>1) Mr. Pirojsha Godrej has been appointed as the Additional Director, Non-Executive Non-Independent of the Company with effect from April 1, 2022.</p> <p>2) Ms. Tanya Dubash has been re-appointed as the Executive Director &amp; Chief Brand Officer of the Company with effect from April 1, 2022 for a period of 3 years upto March 31, 2025.</p> <p>3) Mr. Nitin Nabar has been re-appointed as the Executive Director and President (Chemicals) of the Company with effect from April 1, 2022 for a period of 2 years and 1 month upto April 30, 2024.</p>
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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	00027780	Mathew Eipe	Non-Executive - Independent Director	Chairperson	09-08-2019		Textual Information(1)
2	02235661	Ganapati Yadav	Non-Executive - Independent Director	Member	01-04-2021		
3	03086192	Monaz Noble	Non-Executive - Independent Director	Member	28-10-2020		
4	00591165	Sandeep Murthy	Non-Executive - Independent Director	Member	01-04-2021		
5	06521655	N. S. Nabar	Executive Director	Member	09-08-2019		

**Sr Text Block**

Textual Information(1)

Appointed as Chairperson of Audit Committee with effect from April 1, 2021

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	00027780	Mathew Eipe	Non-Executive - Independent Director	Chairperson	09-08-2019		Textual Information(1)
2	03086192	Monaz Noble	Non-Executive - Independent Director	Member	28-10-2020		
3	00591165	Sandeep Murthy	Non-Executive - Independent Director	Member	01-04-2021		
4	03164394	Shweta Bhatia	Non-Executive - Independent Director	Member	01-04-2021		



**Sr Text Block**

Textual Information(1)

Appointed as Chairperson of Nomination and Remuneration Committee with effect from April 1, 2021

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	00027780	Mathew Eipe	Non-Executive - Independent Director	Chairperson	28-10-2020		Textual Information(1)
2	00066195	N. B. Godrej	Executive Director	Member	07-05-2001		
3	00026028	Tanya Dubash	Executive Director	Member	07-05-2001		
4	06521655	N. S. Nabar	Executive Director	Member	01-05-2013		
5	03164394	Shweta Bhatia	Non-Executive - Independent Director	Member	21-05-2021		

**Sr Text Block**

Textual Information(1)

Appointed as Chairperson of Stakeholder's Relationship Committee with effect from October 1, 2021

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	Tanya Dubash	Executive Director	Member	10-11-2014	11-02-2022	Textual Information(1)
3	06521655	N. S. Nabar	Executive Director	Member	10-11-2014		
4	00027780	Mathew Eipe	Non-Executive - Independent Director	Member	01-04-2021		
5	02235661	Ganapati Yadav	Non-Executive - Independent Director	Member	21-05-2021		Textual Information(2)
6	99999999	Clement Pinto	Member	Member	21-05-2021		Textual Information(3)

**Sr Text Block**

Textual Information(1)	Please note that, Ms. Tanya Dubash, Executive Director of the Company, has ceased to be a Member of the Risk Management Committee with effect from February 12, 2022.
Textual Information(2)	Mr. Clement Pinto is the Chief Financial Officer of the Company
Textual Information(3)	Mr. Clement Pinto is the Chief Financial Officer of the Company

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	Tanya Dubash	Executive Director	Member	07-02-2014		
3	06521655	N. S. Nabar	Executive Director	Member	09-08-2019		
4	00027780	Mathew Eipe	Non-Executive - Independent Director	Member	01-04-2021		

<b>Other Committee</b>						
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							
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	13-11-2021				Yes	9	6
2		11-02-2022	89		Yes	9	6



**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								Textual Information(1)
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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	13-11-2021				Yes	5	4
2	Audit Committee	11-02-2022	89			Yes	5	4
3	Risk Management Committee	13-11-2021			Please note that Mr. Clement Pinto, Chief Financial Officer of the Company, is a Member of the Risk Management Committee. He has attended the meeting of the Risk Management Committee held on November 13, 2021. The format of the Corporate Governance Report requires details of attendance of Directors (All Directors including Independent Directors) to be mentioned, hence, attendance of Mr. Clement Pinto is not considered in the count mentioned in the table.	Yes	5	2
4	Risk Management Committee	11-02-2022	89		Please note that Mr. Clement Pinto, Chief Financial Officer of the Company, is a Member of the Risk Management Committee. He has attended the meeting of the Risk Management Committee held on February 11, 2022. The format of the Corporate Governance Report requires details of attendance of Directors (All Directors including Independent Directors) to be mentioned, hence, attendance of Mr. Clement Pinto is not considered in the count mentioned in the table	Yes	4	2
5	Stakeholders Relationship Committee	13-11-2021				Yes	5	2
6	Stakeholders Relationship Committee	11-02-2022	89			Yes	4	2

**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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
7	Corporate Social Responsibility Committee	11-02-2022				Yes	3	1

<b>Text Block</b>	
Textual Information(1)	Please note that Mr. Clement Pinto, Chief Financial Officer of the Company, is a Member of the Risk Management Committee. He has attended the meeting of the Risk Management Committee held on February 11, 2022. The format of the Corporate Governance Report requires attendance of Directors only (All Directors including Independent Directors to be mentioned), hence, attendance of Mr. Clement Pinto is not shown in the tabular format

**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 II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.godrejindustries.com
2	Terms and conditions of appointment of independent directors	Yes		www.godrejindustries.com
3	Composition of various committees of board of directors	Yes		www.godrejindustries.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.godrejindustries.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.godrejindustries.com
6	Criteria of making payments to non-executive directors	Yes		www.godrejindustries.com
7	Policy on dealing with related party transactions	Yes		www.godrejindustries.com
8	Policy for determining 'material' subsidiaries	Yes		www.godrejindustries.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.godrejindustries.com

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.godrejindustries.com
11	email address for grievance redressal and other relevant details	Yes		www.godrejindustries.com
12	Financial results	Yes		www.godrejindustries.com
13	Shareholding pattern	Yes		www.godrejindustries.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.godrejindustries.com
18	Credit rating or revision in credit rating obtained	Yes		www.godrejindustries.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.godrejindustries.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.godrejindustries.com
21	Materiality Policy as per Regulation 30	Yes		www.godrejindustries.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.godrejindustries.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.godrejindustries.com



**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided - Add Notes				

**Annexure II**

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

**Annexure II**

<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

**Annexure II**

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

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(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</b>			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(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</b>			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
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	Yes	Textual Information(3)	



(including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name	Clement Pinto		
Designation	CFO		
Place	Mumbai		
Date	20-04-2022		

**Signatory Details**

Name of signatory	Tejal Jariwala
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-04-2022

