

General information about company

Scrip code	500790
Name of the company	NESTLE INDIA LIMITED
Reporting Quarter	Yearly
Date of Report	13-01-2016
Risk management committee	Yes

Annexure I

Format to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Category 2 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Category 3 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of 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
1	Mr	SURESH NARAYANAN	07246738	Chairperson	Executive Director		01-08-2015			1	0	0
2	Mr	SHOBINDER DUGGAL	00039580	Executive Director			10-05-2014			1	1	0
3	Mr	ARISTIDES PROTONOTARIOS	06546858	Executive Director			01-04-2013			1	0	0
4	Mr	RAJYA VARDHAN KANORIA	00003792	Independent Director	Non - Executive Director		13-05-2014		19	4	5	1
5	Mr	ASHOK KUMAR MAHINDRA	00916746	Independent Director	Non - Executive Director		01-04-2014		21	1	0	1
6	Mr	RAVINDER NARAIN	00059197	Independent Director	Non - Executive Director		01-04-2014		21	4	2	1
7	Mrs	SWATI AJAY PIRAMAL	00067125	Independent Director	Non - Executive Director		01-04-2014		21	2	0	0

Annexure 1

II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Category 2 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Category 3 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)
1	Audit Committee	MR ASHOK KUMAR MAHINDRA	Chairperson	Independent Director	Non - Executive Director
2	Audit Committee	MR RAJYA VARDHAN KANORIA	Independent Director	Non - Executive Director	
3	Audit Committee	MR RAVINDER NARAIN	Independent Director	Non - Executive Director	
4	Nomination and remuneration committee	MR RAJYA VARDHAN KANORIA	Chairperson	Independent Director	Non - Executive Director
5	Nomination and remuneration committee	MR ASHOK KUMAR MAHINDRA	Independent Director	Non - Executive Director	
	Nomination and	MR RAVINDER			

6	remuneration committee	NARAIN	Independent Director	Non - Executive Director	
7	Risk Management Committee	MR SHOBINDER DUGGAL	Chairperson	Executive Director	
8	Risk Management Committee	MR ARISTIDES PROTONOTARIOS	Executive Director		
9	Risk Management Committee	MR ANURAG DIKSHIT	Member		
10	Stakeholders Relationship Committee	MR RAVINDER NARAIN	Chairperson	Independent Director	Non - Executive Director
11	Stakeholders Relationship Committee	MR RAJYA VARDHAN KANORIA	Independent Director	Non - Executive Director	
12	Stakeholders Relationship Committee	MR SHOBINDER DUGGAL	Executive Director		
13	Corporate Social Responsibility Committee	MR SURESH NARAYANAN	Chairperson	Executive Director	
14	Corporate Social Responsibility Committee	MR RAVINDER NARAIN	Independent Director	Non - Executive Director	
15	Corporate Social Responsibility Committee	MRS SWATI AJAY PIRAMAL	Independent Director	Non - Executive Director	

Annexure 1

III. Meeting of Board of Directors

Sr	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)
1	29-07-2015	29-10-2015	91
2		04-12-2015	35

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	29-10-2015	Yes	ALL MEMBERS WERE PRESENT	29-07-2015	91

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	
	Any other information to be provided		

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 100 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. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)	

Text Block	
Textual Information(1)	THIS REPORT WILL BE PLACED BEFORE THE BOARD OF DIRECTORS IN THEIR NEXT MEETING. THE REPORT SUBMITTED IN THE PREVIOUS QUARTER HAS BEEN PLACED BEFORE THE BOARD OF DIRECTORS IN THIER MEETING HELD ON 29-10-2015.

Annexure II			
Format 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.
1	Details of business	Yes	
2	Terms and conditions of appointment of independent directors	Yes	
3	Composition of various committees of board of directors	Yes	

4	Code of conduct of board of directors and senior management personnel	Yes	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
6	Criteria of making payments to non-executive directors	Yes	
7	Policy on dealing with related party transactions	Yes	
8	Policy for determining 'material' subsidiaries	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
11	email address for grievance redressal and other relevant details	Yes	
12	Financial results	Yes	
13	Shareholding pattern	Yes	
14	Details of agreements entered into with the media companies and/or their associates	NA	
15	New name and the old name of the listed entity	NA	

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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	

22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	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

III. Affirmations

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

Signatory Details

Name of signatory	B MURLI
Designation of person	Company Secretary
Place	GURGAON
Date	13-01-2016