



Ref: SEC/SE/2019-20

Date: July 12, 2019

Scrip Code: NSE – DABUR, BSE- 500096

To,

Corporate Relation Department
BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001.

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra – Kurla Complex
Bandra (E)
Mumbai – 400 051.

Sub: Corporate Governance Report for the quarter ended on June 30th, 2019

Dear Sirs,

Pursuant to provisions of Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith Corporate Governance Report in the prescribed format for the quarter ended on June 30, 2019.

This is for information and records.

Thanking you,

Yours faithfully,

For **Dabur India Limited**


(A K Jain)

EVP (Finance) and Company Secretary

Encl.: as above



Annexure - I**Format to be submitted by listed entity on quarterly basis****Name of Listed Entity – Dabur India Limited****Quarter Ending – 30th June, 2019**

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/Non- Executive/ Independent/ Nominee) ^{&}	Date of Appointmen t in the Current term/ cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/Stakeholde r 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)
Dr.	Anand Chand Burman ¹	00056216	Chairman / Non- Executive	13.10.1986	N.A.	3	Nil	Nil
Mr.	Amit Burman ²	00042050	Vice Chairman/ Non-Executive	01.11.2001	N.A.	3	3	Nil
Mr.	Mohit Burman ²	00021963	Non-Executive	23.07.2007	N.A.	1	Nil	Nil
Mr.	Saket Burman ³	05208674	Non-Executive	31.01.2012	N.A.	1	Nil	Nil
Mr.	P D Narang ⁴	00021581	Executive	01.04.1998	N.A.	1	1	Nil
Mr.	Sunil Duggal ⁵	00041825	Non-Executive	31.07.2000	N.A.	1	Nil	Nil
Mr.	P N Vijay ⁶	00049992	Non-Executive/ Independent	22.07.2014	5 yrs.	2	Nil	3
Mr.	R C Bhargava ^{6&3A}	00007620	Non-Executive/ Independent	22.07.2014	5 yrs.	2	1	1
Dr.	S Narayan ^{6&3A}	00094081	Non-Executive/ Independent	22.07.2014	5 yrs.	4	2	3

Dr.	Ajay Dua ⁶	02318948	Non-Executive/ Independent	22.07.2014	5 yrs.	2	3	Nil
Mr.	Sanjay Kr. Bhattacharyya ⁶	01924770	Non-Executive/ Independent	22.07.2014	5 yrs.	3	3	2
Mrs.	Falguni Sanjay Nayar ⁶	00003633	Non-Executive/ Independent	28.07.2014	5 yrs.	4	1	1
Mr.	Ajit Mohan Sharan ⁷	02458844	Non-Executive/ Independent	31.01.2019	5 yrs.	2	1	Nil
Mr.	Mohit Malhotra ⁸	08346826	Executive	31.01.2019	N.A.	1	Nil	Nil

1. The Director has been re-appointed by rotation in the Annual General Meeting held on 19/07/2016.
 2. The Directors have been re-appointed by rotation in the Annual General Meeting held on 26/07/2017.
 3. The Director has been re-appointed by rotation in the Annual General Meeting held on 26/07/2018.
 - 3A. Continuation of Appointment (w.e.f 1/4/2019) of Dr. S Narayan and Mr. R C Bhargava, being more than 75 years of age, were approved in the Annual General Meeting held on 26/07/2018.
 4. The Director has been re-appointed as Whole Time Director for a period of 5 years w.e.f. 01/04/2018.
 5. The Director has been re-designated as Non-Executive Director w.e.f. May 16, 2019.
 6. The Director(s) has been re-appointed in accordance with the provisions of the Companies Act, 2013 for a period of 5 consecutive year's w.e.f. 22nd July, 2014/28th July, 2014.
 7. The Director has been appointed as Additional Director in the category of Non-Executive/Independent Director for a term of 5 Consecutive years w.e.f. 31/01/2019.
 8. The Director has been appointed as Whole Time Director w.e.f. 31/01/2019 for a period of 5 years.
- § PAN number of any director would not be displayed on the website of Stock Exchange
& Category of directors means executive/non-executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen
* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ Independent/ Nominee) ^{&}
1. Audit Committee	1. Mr. P.N. Vijay 2. Dr. Ajay Dua 3. Mr. R C Bhargava 4. Mr. S.K. Bhattacharyya 5. Dr. S. Narayan 6. Mr. Ajit Mohan Sharan [*]	1.Chairman/ Non-Executive / Independent 2.Non-executive/ Independent 3.Non-executive/ Independent 4.Non-executive/ Independent 5.Non-executive/ Independent 6. Non-executive/ Independent
2. Stakeholders Relationship Committee	1. Mr. P.N. Vijay 2. Dr. Ajay Dua 3. Mr. Amit Burman 4. Mr. P.D. Narang	1.Chairman/ Non-Executive / Independent 2.Non-executive/ Independent 3.Non-executive 4.Executive

3. Nomination and Remuneration Committee	1. Dr. S. Narayan 2. Mr. Amit Burman 3. Dr. Anand Chand Burman 4. Mr. P.N. Vijay	1. Chairman/ Non-Executive / Independent 2. Non-Executive 3. Non-Executive 4. Non-Executive / Independent
4. Risk Management Committee	1. Dr. Ajay Dua 2. Mr. P.N. Vijay 3. Mr. Amit Burman 4. Mr. P.D. Narang 5. Mr. Mohit Malhotra* 6. Mr. A.K Jain 7. Mr. Lalit Malik	1. Chairman/ Non-Executive / Independent 2. Non-Executive / Independent 3. Non-Executive 4. Executive 5. Executive 6. EVP (Finance) & Company Secretary & Joint Chief Risk Officer 7. Chief Financial Officer & Joint Chief Risk Officer

& Category of directors means executive/non-executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

*Appointed as Member of the Audit Committee/ Risk Management Committee on May 02, 2019

Meeting of Board of Directors

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)
31.01.2019	12.04.2019 02.05.2019	70 days

Meeting of Committees

Date(s) of meeting of the Committee in the relevant Quarter	Whether 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*
Audit Committee Meeting 02.05.2019	Yes (4 out of 5 members were present)	Audit Committee Meeting 31.01.2019	90 Days
Stakeholders Relationship Committee Meeting 30.04.2019	Yes (All members were present)	Stakeholders Relationship Committee Meeting 29.01.2019	90 days
Nomination and Remuneration Committee Meeting 02.05.2019 31.05.2019	Yes (All members were present) Yes (All members were present)	Nomination and Remuneration Committee Meeting 31.01.2019	90 days
Risk Management Committee Meeting 30.04.2019	Yes (6 out of 7 members were present)	Risk Management Committee Meeting 29.01.2019	90 days

* This information has to be mandatorily be given for audit Committee, for rest of the committees giving this information is optional.

III. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note:</p> <p>1. In the Column "Compliance Status", Compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
IV. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee (applicable to the top 100 listed entities) <p>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.</p> <p>4. 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.</p> <p>5. 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:</p> <p>Comments: This report shall be placed before the Board of Directors in the forthcoming meeting. The Report submitted in the Previous quarter was placed before the Board on 02.05.2019. The Board noted the same without any comments/observations/ advice.</p>	
<p>For Dabur India Limited</p> <p>Sd/-</p> <p>Name - A K Jain</p> <p>Designation – EVP (Finance) & Company Secretary</p>	