

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

**Name of the Company** : Colgate-Palmolive (India) Limited  
**Quarter ended on** : December 31, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	<b>49 (II)</b>	<b>Yes</b>	
(A) Composition of Board	49 (II A)	Yes	
(B) Independent Directors	49 (II B)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
(D) Other provisions as to Board and Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	
<b>III. Audit Committee</b>	<b>49 (III)</b>	<b>Yes</b>	
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	<b>49 (IV)</b>	<b>Yes</b>	
<b>V. Subsidiary Companies</b>	<b>49 (V)</b>	<b>N. A.</b>	
<b>VI. Risk Management</b>	<b>49 (VI)</b>	<b>Yes</b>	
<b>VII. Related Party Transactions</b>	<b>49 (VII)</b>	<b>Yes</b>	The draft Policy on Related party transaction(s) is under finalization.



<b>VIII. Disclosures</b>	<b>49 (VIII)</b>	<b>Yes</b>	
(A) Related party transactions	<b>49 (VIII A)</b>	<b>Yes</b>	The Policy on Related Party transaction(s) shall be placed on the Company's Website immediately after the Board Approval.
(B) Disclosure of Accounting Treatment	<b>49 (VIII B)</b>	<b>Yes</b>	
(C) Remunerations of Directors	<b>49 (VIII C)</b>	<b>Yes</b>	
(D) Management	<b>49 (VIII D)</b>	<b>Yes</b>	
(E) Shareholders	<b>49 (VIII E)</b>	<b>Yes</b>	
(F) Proceeds from Public Issues, Rights Issue, Preferential Issues, etc.	<b>49 (VIII F)</b>	<b>N. A.</b>	
<b>IX. CEO/CFO Certification</b>	<b>49 (IX)</b>	<b>Yes</b>	
<b>X. Report on Corporate Governance</b>	<b>49 (X)</b>	<b>Yes</b>	
<b>XI. Compliance</b>	<b>49 (XI)</b>	<b>Yes</b>	

COLGATE-PALMOLIVE (INDIA) LIMITED

*Niket Chate*

NIKET CHATE  
Vice President - Legal  
& Company Secretary  
(Whistleblower Director)