

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Colgate-Palmolive (India) Limited

Quarter ended on : September 30, 2022

I. Composition of Board of Directors												
Title	Name of Director	PAN ^s & DIN	Category (Chairperson /Executive / Non-Executive/Independent/Nominee ^{&})	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. of directorship in listed entities including this listed entity (in reference to Regulation 17A (1))	No. of Independent directorship in listed entities including this listed entity (in reference to Regulation 17A (1))	No. of Memberships in Audit / Stakeholder Committee including this entity~ (As per Reg.26(1) of Listing Regulations)	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this entity (As per Reg.26(1)of Listing Regulations)
Mr.	M. Deoras	AAGPD1945H02869422	C- NI-NE	01.09.2018	N.A.	--	--	20.05.1963	1	-	-	-
Mr.	V.S. Mehta	AAEPM8138R00041197	I-NE	25.10.2001	25.07.2019	--	95	30.10.1952	6	6	6	1
Dr. (Ms.)	I. Shahani	AKAPS6585N00112289	I-NE	23.01.2012	25.07.2019	--	95	17.07.1951	4	4	8	1
Ms.	S. Gopinath	ABLPG5076E02362921	I-NE	19.05.2015	30.07.2020	--	83	20.06.1949	5	4	6	4
Ms.	S. Kripalu	AAAPK9658A06994202	I-NE	01.06.2018	01.06.2018	--	50	30.10.1960	4	4	6	-
Mr.	S. Natarajan	AADPN1278J01031445	I-NE	21.05.2020	21.05.2020	--	25	14.12.1953	3	3	4	2
Ms.	G. Pant	AHAPP5707C00388675	I-NE	21.05.2020	21.05.2020	--	25	14.08.1960	2	2	3	-
Ms.	Prabha Narasimhan	AAPPN1812J08822860	E	01.09.2022	N.A.	--	--	25.10.1972	1	-	1	-
Mr.	M. S. Jacob	AAFPM0268D07645510	E	28.10.2016	N.A.	--	--	17.06.1969	1	-	1	-
Mr.	S. Sharma	ANXPS2447P02731373	E	21.05.2020	N.A.	--	--	19.07.1975	1	-	-	-
<p><i>\$-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</i></p> <p><i>*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.</i></p>												
Whether regular Chairperson appointed : Yes												
Whether Chairperson is related to Managing Director or CEO : No												
<p>^s PAN of any director would not be displayed on the website of Stock Exchange</p> <p>^{&} 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.</p> <p>* 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.</p> <p>~Committee Membership includes Chairmanship</p>												

II. Composition of Committees					
Name of Committee	Whether regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee) [§]	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr S. Gopinath Mr V.S. Mehta Dr (Ms) I. Shahani Ms S. Kripalu Mr S. Natarajan Ms G. Pant	I-NE-C I-NE I-NE I-NE I-NE I-NE	19.05.2015 24.01.2006 23.01.2012 01.06.2018 21.05.2020 21.05.2020	
Nomination & Remuneration Committee	Yes	Mr V.S. Mehta Mr M. Deoras Dr (Ms) I. Shahani Ms S. Kripalu	I-NE-C NI-NE I-NE I-NE	21.01.2014 01.09.2018 01.04.2020 01.04.2020	
Risk Management Committee	Yes	Mr V.S. Mehta Ms S. Gopinath Ms G. Pant Ms Prabha Narasimhan Mr M.S. Jacob Mr S. Sharma Mr B. Sreenivasan	I-NE-C I-NE I-NE E E E Senior Management Member	25.07.2014 28.03.2016 21.05.2020 01.09.2022 28.10.2016 24.01.2019 01.11.2020	
Stakeholders' Relationship Committee	Yes	Ms S. Gopinath Ms S. Kripalu Ms Prabha Narasimhan Mr M. S. Jacob Mr S. Natarajan	I-NE-C I-NE E I-NE I-NE	26.07.2018 21.05.2020 01.09.2022 27.01.2017 28.04.2022	
ESG & Corporate Social Responsibility Committee	Yes	Dr (Ms) I. Shahani Mr S. Natarajan Ms Prabha Narasimhan Ms G. Pant	I-NE-C I-NE E I-NE	28.05.2013 21.05.2020 01.09.2022 28.04.2022	

§ 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.

III.Meeting of Board of Directors					
Date(s) of Meeting in the previous Quarter	Date(s) of Meeting in the relevant Quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive meetings in number of days
28.04.2022	--	Yes	10	6	25 days
26.05.2022	27.07.2022	Yes	10	6	61 days

* to be filled in only for the current quarter meetings

IV.Meetings of Committees					
Date(s) of Meeting of the committee in the relevant Quarter	Whether requirement of Quorum met*	Number of Directors present	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous Quarter	Maximum gap between any two consecutive meetings in number of days
--	--	--	--	28.04.2022	25 days
27.07.2022	Yes	6	6	26.05.2022	61 days

*to be filled in only for the current quarter meetings

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

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note:</p> <ol style="list-style-type: none"> 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. If status is “No” details of non-compliance may be given here. 	
VI. Affirmations	
<ol style="list-style-type: none"> The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 The composition of the following committees is in terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> Audit Committee Nomination & Remuneration Committee Stakeholders Relationship Committee Risk Management Committee The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 This report and/or the report submitted in the previous quarter has been placed before Board of Directors. <p>Any comments/observations/advice of Board of Directors may be mentioned here: Nil</p>	
<p>Name : Surender Sharma Designation : Whole-time Director – Legal & Company Secretary Date : 18-10-2022</p>	

Format to be submitted by the listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year.

Broad heading	Regulation Number	Compliance status(Yes/No/NA) <small>refer note below</small>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18 (1) (d)	Yes
Presence of Chairperson of Nomination and Remuneration Committee at the Annual general meeting	19 (3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20 (3)	Yes
Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note:</p> <ol style="list-style-type: none"> 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. 2) If status is “No” details of non-compliance may be given here. 3) If the Listed Entity would like to provide any other information the same may be indicated here. 		
<p>Name : Surender Sharma Designation : Whole-time Director – Legal & Company Secretary Date : 18-10-2022</p>		

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ended – September 30, 2022

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below			
(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	-	-	
Promoter Group or any other entity controlled by them	-	-	
Directors (including relatives) or any other entity controlled by them	-	-	
KMPs or any other entity controlled by them	-	-	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, inconnection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during sixmonths	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other Entity controlled by them	-	-	-

KMPs or any other entity controlled by them	-	-	-
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(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:

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	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity Controlled by them	-	-	-

II. Affirmations:

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 (including their relatives) or any entity controlled by them are in the economic interest of the company.

M.S. Jacob

Whole-time Director and Chief Financial Officer

Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - a) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*