

## **COLGATE-PALMOLIVE (INDIA) LIMITED**

### **Familiarization Framework for Independent Directors**

#### **Preamble:**

Pursuant to Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013 the Company is required to familiarize its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various familiarization programmes.

#### **Objectives:**

The familiarization programmes will enable the Independent Directors to get an insight of business and operations of the Company, so that they are able to contribute significantly in Company's growth.

#### **Familiarization Process:**

##### **Initial:**

- 1) At the time of appointment of any new Independent Director, he /she is given a brief history of the Company, its philosophy, its values, global structure and the industry in which it operates.
- 2) Once an Independent Director is appointed, a formal letter of appointment is issued, which inter alia explains the role, responsibilities and duties towards the Company.

##### **Ongoing:**

- 3) From time to time, the leadership team of the Company gives detailed presentations to the Board on the Company's operations and business plans.
- 4) The Independent Directors from time to time are also provided an overview of
  - Risk Management System & Framework;
  - Vigil Mechanism;
  - Corporate Social Responsibility initiatives;
  - Corporate Governance updates;
  - Legal & Regulatory updates;
  - Related Party Transactions; and
  - Board Evaluations process etc.
- 5) Further whenever any Independent director desire to meet any Senior Management Personnel or Senior leadership team member of the Company, the same is also facilitated.

#### **Disclosure of Familiarization Programme:**

Familiarization Programme of the Company shall be disclosed on the Company's website and a web link for the same shall be given in the Annual Report of the Company. Details of Familiarization programmes organized during the year are given in Annexure-A.

Annexure- A

Familiarization Programmes organized for the Independent Directors of CP-India during the FY 2016-17 are as follows:

<i>Sr. No.</i>	<i>Programme/Presentation</i>	<i>Name of the Directors who attended the Programme/Presentation</i>	<i>Approximate hours/time spent by directors</i>
1.	Senior Management Compensation Philosophy - May 19, 2016	Mr. R. A. Shah Mr. V. S. Mehta	45 minutes
2.	Working and performance of new R&T agents - M/s Link Intime India Private Limited - August 5, 2016	Mr. P. K. Ghosh Mr. J. K. Setna	45 minutes
3.	Business Continuity Plans for Plants - Toothpaste Plant at Sanand and Toothbrush Plant at Sricity - October 28, 2016	Mr. P. K. Ghosh Mr. V. S. Mehta Ms. Shyamala Gopinath	1 hour