

**Report on Corporate Governance**

Format to be submitted by listed entity on quarterly basis in terms of SEBI Circular number CIR/CFD/CMD/5/2015 dated 24 Sep 2015

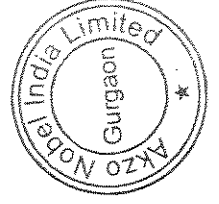
Name of Listed Entity	Akzo Nobel India Limited
Quarter ending	30-Sep-15

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure*	No of Directorship in listed entities including this listed entity (refer Regulation 25(L) of Listing Regulations)	Number of memberships in Audit/ Stakeholder 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 25(L) of Listing Regulations)
Mr	Nihal Kaviratne CBE	AAKP4721E / 00032473	Chairperson	11-Aug-14		2	1	Nil
Mr	Jayakumar Krishnaswamy	ABRPK1908R / 02099219	Executive (MD)	1-Mar-14		1	1	Nil
Mr	Amit Jain	AAHPJ0366K / 01770475	Non- Executive	11-Aug-14		1	1	Nil
Mr	Himanshu Agarwal	AALPA2262R/ 6672915	Wholetime Director	20-Aug-15 Cessation		1	1	Nil
Mr	Arabinda Ghosh	DIN: 7194797	Non- Executive	29-May-15		1	0	Nil
Mr	R Gopalakrishnan	AADPG7657C / 00027858	Independent	12-Aug-14	1 year	10	3	Nil
Dr	Sanjiv Misra	AAAPM1646G / 03075797	Independent	12-Aug-14	1 year	4	2	1
Mr	Arvind Uppal	AAHPU2604B / 0104992	Independent	12-Aug-14	1 year	2	3	1
Mr	Raj Shamlal Kapur	AFZPK9833P / 00060056	Independent	12-Aug-14	1 year	1	1	Nil
Ms	Kimsuka Narasimhan	AAKPK7372B / 02102783	Independent	30-Jan-15	Less than a year	1	1	Nil

\*1. Reckoned from the date of appointment in terms of Clause 49 of the Listing Agreement as amended wide SEBI circular dated 17 April 2014

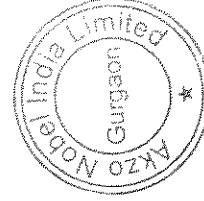
2. Tenure reported in completed years



II. Composition of Committees (as on 30 Sep 2015)

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)
1. Audit Committee	Dr Sanjiv Misra	Chairperson
	Mr Arabinda Ghosh	Member
	Mr R Gopalakrishnan	Member
	Mr Amit Jain	Member
	Mr Raj Shamlal Kapur	Member
	Ms Kimsuka Narasimhan	Member
	Mr Arvind Uppal	Member
	Mr R Gopalakrishnan	Chairperson
	Mr Arabinda Ghosh	Member
	Mr Amit Jain	Member
2. Nomination & Remuneration Committee	Mr Raj Shamlal Kapur	Member
	Mr Nihal Kaviratne CBE	Member
	Dr Sanjiv Misra	Member
	Mr Arvind Uppal	Member
	Mr Arvind Uppal	Chairperson
3. Stakeholders Relationship Committee	Mr Arvind Uppal	Chairperson
	Mr J Krishnaswamy	Member

*(Handwritten Signature)*



### III. 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)
28-May-15	14-Aug-15	77 days

### IV. 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*
14-Aug-15	Yes	28-May-15	Audit Committee- 77 days

### 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

*Handwritten signature*



## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
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.
4. The meetings of the board of directors and above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors---- *Not Applicable for the current quarter.*



*R Guha*

Authorized Signatory

R Guha  
Company Secretary/ Compliance Officer

**Half Yearly Report on Corporate Governance**

Format to be submitted by listed entity on half-yearly basis in terms of  
SEBI Circular number CIR/CFD/CMD/5/2015 dated 24 Sep 2015

<b>Name of Listed Entity</b>	Akzo Nobel India Limited
<b>Half-year ending</b>	30-Sep-15

**I. Affirmations**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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 Business Responsibility Report not applicable
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the AGM	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes



Authorized Signatory

R Guha

Company Secretary/ Compliance Officer

