

**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-June-2016

**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(1) 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 26(1) of Listing Regulations)
Mr	Nihal Kaviratne CBE	AAKPK4721E / 00032473	Chairperson/ Non-Executive	11-Aug-14		2	1	Nil
Mr	Jayakumar Krishnaswamy	ABRPK1908R / 02099219	Executive (MD)	1-Mar-14		1	1	Nil
Mr	Pradip Kumar Menon	AAYPM3156B / 07417530	Executive	01-Feb-16		1	1	Nil
Mr	Amit Jain	AAHPJ0366K / 01770475	Non-Executive	11-Aug-14		1	1	Nil
Mr	Arabinda Ghosh	DIN: 07194797	Non-Executive	29-May-15		1	0	Nil
Mr	R Gopalakrishnan	AADPG7657C / 00027858	Independent	12-Aug-14	1 year 11 months	2	2	Nil
Dr	Sanjiv Misra	AAAPM1646G / 03075797	Independent	12-Aug-14	1 year 11 months	3	2	1
Mr	Arvind Uppal	AAHPU2604B / 00104992	Independent	12-Aug-14	1 year 11 months	2	3	1
Mr	Raj Shamlal Kapur	AFZPK9833P / 00060056	Independent	12-Aug-14	1 year 11 months	1	1	Nil
Ms	Kimsuka Narasimhan	AAKPK7372B / 02102783	Independent	30-Jan-15	1 year 5 months	1	1	Nil

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

2. Tenure reported in completed years



*(Handwritten signature)*

II. Composition of Committees (as on 30 June 2016)

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	
	Mr J Krishnaswamy	Member	
	Mr Pradipt Menon	Member	
	3. Stakeholders Relationship Committee		

*AS*



### 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)
13-May-16	12-Aug-16*	98 days

\*Meeting to take place on 12 Aug 2016

### 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*
12-Aug-16*	NA	13-May-16	Audit Committee- 98 days

\*Meeting to take place on 12 Aug 2016

### 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




## 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.*

Authorized Signatory



R Guha  
Company Secretary/ Compliance Officers

