

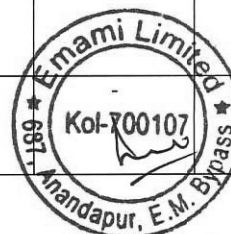
## Quarterly Corporate Governance Report

1. Name of Listed Entity: **Emami Limited**

2. Quarter ending: **1<sup>st</sup> April 2022 to 30<sup>th</sup> June 2022**

### I. Composition of Board of Directors

Title	Name of the Director	PAN & DIN	Category	Initial Date of Appointment	Date of reappointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulation s)	Date of passing special resolution	No of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this entity	No. of memberships in Audit / Stakeholder Committee (s) in listed entities including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	R. S. Agarwal	PAN: AGBPA2227J DIN: 00152996	Non-Executive – Non Independent Director	03/05/1994	01/04/2022	-	N/A	06-01-1946	Yes	27-03-2022	1	None	None	None
Mr.	R. S. Goenka	PAN: AEGPG8285B DIN: 00152880	Non-Executive – Non Independent Director	03/05/1994	01/04/2022	-	N/A	06-01-1947	Yes	27-03-2022	1	None	1	None
Mr.	K. N. Memani	PAN: AFGPM1164C DIN: 00020696	Non-Executive - Independent Director	15/05/2006	02/08/2017	-	7 Years 11 months	01-01-1939	Yes	01-08-2018	1	1	None	None
Mr.	Y. P. Trivedi	PAN: AAFPT3468G DIN: 00001879	Non-Executive - Independent Director	30/01/2010	02/08/2017	-	7 Years 11 months	06-01-1929	Yes	01-08-2018	2	2	1	None
Mr.	S. B. Ganguly	PAN: AEIPG7306K DIN: 00012220	Non-Executive - Independent Director	30/01/2010	02/08/2017	-	7 Years 11 months	23-10-1942	Yes	01-08-2018	1	1	3	2
Mr.	Amit Kiran Deb	PAN: AFOPD8770P DIN: 02107792	Non-Executive - Independent Director	30/01/2010	02/08/2017	-	7 Years 11 months	26-12-1948	NA	-	7	7	8	4
Mr.	P. K. Khaitan	PAN: AFYPK7991R DIN: 00004821	Non-Executive - Independent Director	24/06/2013	02/08/2017	-	7 Years 11 months	25-03-1941	Yes	01-08-2018	7	5	5	2
Mrs.	Mamta Binani	PAN: AEAPB1095A DIN: 00462925	Non-Executive - Independent Director	29/10/2021	29/10/2021	-	8 months	10/10/1972	NA	-	5	5	5	1



Title	Name of the Director	PAN & DIN	Category	Initial Date of Appointment	Date of reappointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulations)	Date of passing special resolution	No of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this entity	No. of memberships in Audit / Stakeholder Committee (s) in listed entities including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	C. K. Dhanuka	PAN: ADGPD0857K DIN: 00005684	Non-Executive - Independent Director	02/08/2017	02/08/2017	-	4 Years 11 months	19-01-1954	NA	-	7	2	10	2
Mr.	Debabrata Sarkar	PAN: AISPS8116R DIN: 02502618	Non-Executive - Independent Director	21/02/2019	21/02/2019	-	3 years 4 month	03-11-1953	NA	-	2	2	8	3
Mr.	Sushil Kumar Goenka	PAN: AHNPG1610Q DIN: 00149916	Executive Director	17/05/1995	01/04/2022	-	N/A	06-05-1956	NA	-	1	None	None	None
Mr.	Mohan Goenka	PAN: ADZPG7446G DIN: 00150034	Executive Director	15/01/2005	15/01/2021	-	N/A	21-01-1973	NA	-	1	None	1	None
Mr.	Aditya V. Agarwal	PAN: ADAPA0465A DIN: 00149717	Non-Executive - Non Independent Director	15/01/2005	07/11/2012	-	N/A	06-01-1975	NA	-	2	None	None	None
Mr.	Harsha V. Agarwal	PAN: ADBPA0877F DIN: 00150089	Managing Director	15/01/2005	01/04/2022	-	N/A	12-07-1976	NA	-	1	None	1	None
Mrs.	Priti A Sureka	PAN: ALBPS5796H DIN: 00319256	Executive Director	30/01/2010	30/01/2020	-	N/A	23-05-1972	NA	-	1	None	None	None
Mr.	Prashant Goenka	PAN: ADVPG2530R DIN: 00703389	Executive Director	20/01/2014	20/01/2019	-	N/A	30-10-1973	NA	-	1	None	1	None
		Whether Regular chairperson appointed: <b>Yes</b> Whether Chairperson is related to Managing Director or CEO: <b>No</b>												



## II. Composition of Committee

Composition of Committees						
Name of Committee	Whether regular chairperson appointed	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
Audit Committee	Yes	Shri S. B. Ganguly	Non-Executive - Independent Director	Chairperson	30-01-2010	
		Shri C. K. Dhanuka	Non-Executive - Independent Director	Member	11-08-2017	
		Shri Amit Kiran Deb	Non-Executive - Independent Director	Member	24-05-2010	
		Shri R. S. Goenka	Non-Executive – Non-Independent Director	Member	28-03-2001	
		Shri Debabrata Sarkar	Non-Executive - Independent Director	Member	02-08-2021	
Nomination & Remuneration Committee	Yes	Shri Amit Kiran Deb	Non-Executive - Independent Director	Chairperson	30-01-2010	
		Shri S.B. Ganguly	Non-Executive - Independent Director	Member	19-08-2010	
		Shri C. K. Dhanuka	Non-Executive - Independent Director	Member	11-08-2017	
Risk Management Committee	Yes	Shri R. S. Goenka	Non-Executive – Non-Independent Director	Chairperson	29-10-2015	
		Shri S. B. Ganguly	Non-Executive - Independent Director	Member	29-10-2015	
		Shri Harsha V. Agarwal	Executive Director	Member	29-10-2015	
		Smt. Priti A Sureka	Executive Director	Member	29-10-2015	
		Shri Sushil K. Goenka	Executive Director	Member	29-10-2015	
		Shri Mohan Goenka	Executive Director	Member	29-10-2015	
		Smt Mamta Binani	Non-Executive - Independent Director	Member	03-02-2022	
Stakeholders Relationship Committee	Yes	Shri C. K. Dhanuka	Non-Executive - Independent Director	Chairperson	11-08-2017	
		Shri S. B. Ganguly	Non-Executive - Independent Director	Member	19-08-2010	
		Shri Harsha V. Agarwal	Executive Director	Member	19-08-2010	
		Shri Prashant Goenka	Executive Director	Member	11-08-2017	
		Shri Mohan Goenka	Executive Director	Member	19-08-2010	
Corporate Social Responsibility Committee	Yes	Shri Sushil K. Goenka	Executive Director	Chairperson	31-03-2014	
		Shri Amit Kiran Deb	Non-Executive - Independent Director	Member	31-03-2014	
		Shri Mohan Goenka	Executive Director	Member	31-03-2014	
		Shri Harsha V. Agarwal	Executive Director	Member	31-03-2014	
		Smt. Priti A Sureka	Executive Director	Member	31-03-2014	
		Shri Prashant Goenka	Executive Director	Member	11-08-2017	



Name of Committee	Whether regular chairperson appointed	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
Finance Committee	Yes	Shri R. S. Goenka	Non-Executive – Non-Independent Director	Chairperson		
		Shri Sushil K. Goenka	Executive Director	Member		
		Shri Mohan Goenka	Executive Director	Member		
		Shri Aditya V. Agarwal	Non-Executive – Non-Independent Director	Member		
		Shri Harsha V. Agarwal	Executive Director	Member		
		Smt. Priti A Sureka	Executive Director	Member		
Corporate Governance Committee	Yes	Shri S.B. Ganguly	Non-Executive - Independent Director	Chairperson		
		Shri R.S. Goenka	Non-Executive – Non-Independent Director	Member		
		Shri Y.P. Trivedi	Non-Executive - Independent Director	Member		
		Shri Amit Kiran Deb	Non-Executive - Independent Director	Member		
		Smt Mamta Binani	Non-Executive - Independent Director	Member		
Share Transfer Committee	Yes	Shri Mohan Goenka	Executive Director	Chairperson		
		Shri Aditya V. Agarwal	Non-Executive – Non-Independent Director	Member		
		Shri Harsha V. Agarwal	Executive Director	Member		
		Smt. Priti A Sureka	Executive Director	Member		

### 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	Whether requirement of Quorum met	No. of Directors present	No. of Independent Directors present	Maximum gap between any two consecutive (in number of days)
21 <sup>st</sup> March 2022	13 <sup>th</sup> May 2022	Yes	16	8	52 days

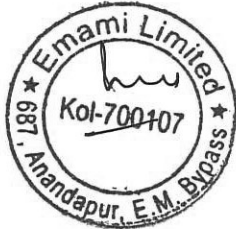


IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	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)
<b>Audit Committee</b>					
13 <sup>th</sup> May 2022	Yes	5	4	3 <sup>rd</sup> February 2022	98 days
<b>Risk Management Committee</b>					
12 <sup>th</sup> May 2022	Yes	7	2	2 <sup>nd</sup> February 2022	-
<b>CSR Committee</b>					
12 <sup>th</sup> May 2022	Yes	6	1	2 <sup>nd</sup> February 2022	-
<b>Nomination &amp; Remuneration Committee</b>					
13 <sup>th</sup> May 2022	Yes	3	3	3 <sup>rd</sup> February 2022	-
<b>Finance Committee</b>					
13 <sup>th</sup> May 2022	Yes	6	0	22 <sup>nd</sup> March 2022	-
16 <sup>th</sup> June 2022	Yes	5	0	-	-
<b>Share Transfer Committee</b>					
26 <sup>th</sup> April 2022	Yes	4	0	24 <sup>th</sup> March 2022	-
18 <sup>th</sup> May 2022	Yes	3	0	-	-

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: **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015:**Yes**
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 500 listed entities)
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. **Yes**
4. 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.**Yes**
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors/ Any comments/observations/advice of Board of Directors may be mentioned here:\*



**A. K. Joshi**  
Company Secretary & VP-Legal

\*Note: Regarding Affirmation No.5 Please note that this CGR Report will be placed in the next Board Meeting.

The Report submitted in the previous quarter was placed before the Board of Directors at its meeting held on 13<sup>th</sup> May 2022 and no comments/ observations/ advice made on this report by Board of Directors.