

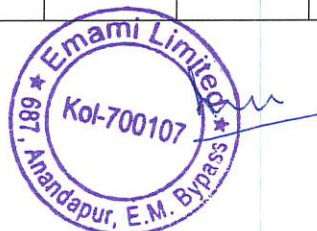
Quarterly Corporate Governance Report

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

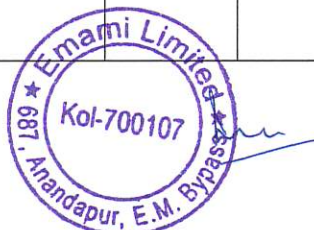
2. Quarter ending: **1st October 2022 to 31st December 2022**

I. Composition of Board of Directors

Title	Name of the Director	PAN & DIN	Category	Date of Birth	Whether director is disqualified	Current status	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulations)	Date of passing special resolution	Initial Date of Appointment	Date of reappointment	Date of Cessation	Tenure	No of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this entity	No. of membership 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	06-01-1946	No	Active	Yes	27-03-2022	03/05/1994	01/04/2022	-	N/A	1	None	None	None
Mr.	R. S. Goenka	PAN: AEGPG8285B DIN: 00152880	Non-Executive – Chairman	06-01-1947	No	Active	Yes	27-03-2022	03/05/1994	01/04/2022	-	N/A	1	None	1	None
Mr.	C. K. Dhanuka	PAN: ADGPD0857K DIN: 00005684	Non-Executive - Independent Director	19-01-1954	No	Active	Yes	25/06/2022	02/08/2017	02/08/2022	—	5 Years 5 months	7	2	10	2
Mr.	Debabrata Sarkar	PAN: AISPS8116R DIN: 02502618	Non-Executive - Independent Director	03-11-1953	No	Active	NA	-	21/02/2019	21/02/2019	—	3 years 10 months	2	2	8	3
Mrs.	Mamta Binani	PAN: AEAPB1095A DIN: 00462925	Non-Executive - Independent Director	10/10/1972	No	Active	NA	-	29/10/2021	29/10/2021	—	1 Year 2 months	6	6	4	0
Mr.	Anand Nandkishore Rathi	PAN: AADPR6532R DIN: 00112853	Non-Executive - Independent Director	25-06-1946	No	Active	Yes	09-09-2022	02/08/2022	02/08/2022	-	5 months	2	1	3	1



Title	Name of the Director	PAN & DIN	Category	Date of Birth	Whether director is disqualified	Current status	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulations)	Date of passing special resolution	Initial Date of Appointment	Date of reappointment	Date of Cessation	Tenure	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.	Anjani Kumar Agrawal	PAN: AEYPA1004J DIN: 08579812	Non-Executive - Independent Director	18-07-1958	No	Active	Yes	09-09-2022	02/08/2022	02/08/2022	-	5 months	4	4	8	4
Mr.	Anjan Snehmoy Chatterjee	PAN: AABPC1526A DIN: 00200443	Non-Executive - Independent Director	16-02-1959	No	Active	Yes	09-09-2022	02/08/2022	02/08/2022		5 months	2	1	2	None
Ms.	Avani Vishal Davda	PAN: ASPPS9952A DIN: 07504739	Non-Executive - Independent Director	09-02-1979	No	Active	Yes	09-09-2022	02/08/2022	02/08/2022		5 months	4	4	4	None
Mr.	Rajiv Khaitan	PAN: AEXPK7117B DIN: 00071487	Non-Executive - Independent Director	13-04-1960	No	Active	Yes	09-09-2022	02/08/2022	02/08/2022	-	5 months	2	2	3	None
Mr.	Sushil Kumar Goenka	PAN: AHNPG1610Q DIN: 00149916	Executive Director	06-05-1956	No	Active	NA	09-09-2022	17/05/1995	01/04/2022	-	N/A	1	None	None	None
Mr.	Mohan Goenka	PAN: ADZPG7446G DIN: 00150034	Executive Director	21-01-1973	No	Active	NA	-	15/01/2005	15/01/2021	-	N/A	1	None	1	None
Mr.	Aditya Vardhan Agarwal	PAN: ADAPA0465A DIN: 00149717	Non-Executive - Non Independent Director	06-01-1975	No	Active	NA	-	15/01/2005	07/11/2012	-	N/A	2	None	None	None
Mr.	Harsha Vardhan Agarwal	PAN: ADBPA0877F DIN: 00150089	Managing Director	12-07-1976	No	Active	NA	-	15/01/2005	01/04/2022	-	N/A	1	None	1	None



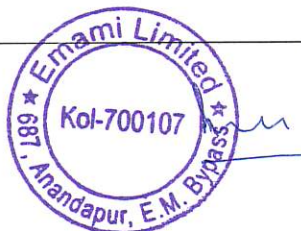
Title	Name of the Director	PAN & DIN	Category	Date of Birth	Whether director is disqualified	Current status	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulations)	Date of passing special resolution	Initial Date of Appointment	Date of reappointment	Date of Cessation	Tenure	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
Mrs.	Priti A Sureka	PAN: ALBPS5796H DIN: 00319256	Executive Director	23-05-1972	No	Active	NA	-	30/01/2010	30/01/2020	-	N/A	1	None	None	None
Mr.	Prashant Goenka	PAN: ADVPG2530R DIN: 00703389	Executive Director	30-10-1973	No	Active	NA	-	20/01/2014	20/01/2019	-	N/A	1	None	1	None
								-								

II. Composition of Committee

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 Anand Rathi	Non-Executive - Independent Director	Chairperson	02-08-2022	-
		Shri R. S. Goenka	Non-Executive – Non-Independent Director	Member	28-03-2001	-
		Shri C. K. Dhanuka	Non-Executive - Independent Director	Member	11-08-2017	-
		Shri Debabrata Sarkar	Non-Executive - Independent Director	Member	02-08-2021	-
		Shri Anjani Agrawal	Non-Executive - Independent Director	Member	02-08-2022	-
Nomination & Remuneration Committee	Yes	Shri Anand Rathi	Non-Executive - Independent Director	Chairperson	02-08-2022	-
		Shri C. K. Dhanuka	Non-Executive - Independent Director	Member	11-08-2017	-
		Shri Anjani Agrawal	Non-Executive - Independent Director	Member	02-08-2022	-
Stakeholders Relationship Committee	Yes	Shri C. K. Dhanuka	Non-Executive - Independent Director	Chairperson	11-08-2017	-
		Shri Rajiv Khaitan	Non-Executive - Independent Director	Member	02-08-2022	-
		Shri Mohan Goenka	Executive Director	Member	19-08-2010	-
		Shri Harsha V. Agarwal	Executive Director	Member	19-08-2010	-
		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
Risk Management Committee	Yes	Shri R. S. Goenka	Non-Executive – Non-Independent Director	Chairperson	29-10-2015	-
		Shri Debabrata Sarkar	Non-Executive - Independent Director	Member	02-08-2022	-
		Shri Sushil K. Goenka	Executive Director	Member	29-10-2015	-
		Shri Mohan Goenka	Executive 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	-
		Smt. Mamta Binani	Non-Executive - Independent Director	Member	03-02-2022	-
Corporate Social Responsibility Committee	Yes	Shri Sushil K. Goenka	Executive Director	Chairperson	31-03-2014	-
		Shri Anjan Chatterjee	Non-Executive - Independent Director	Member	02-08-2022	-
		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	-
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 Rajiv Khaitan	Non-Executive - Independent Director	Chairperson		
		Shri R. S. Goenka	Non-Executive – Non-Independent Director	Member		
		Smt. Mamta Binani	Non-Executive - Independent Director	Member		
		Smt. Avani Davda	Non-Executive - Independent 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)
29 th July 2022	11 th November 2022	Yes	16	8	104 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)
Audit Committee					
11 th November 2022	Yes	5	4	29 th July 2022	104 days
Risk Management Committee					
11 th November 2022	Yes	7	2	29 th July 2022	104 days
CSR Committee					
11 th November 2022	Yes	6	1	29 th July 2022	104 days
Finance Committee					
9 th December 2022	Yes	5	0	21 st July 2022	140 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

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: **Yes**
 - Audit Committee
 - Nomination & remuneration committee
 - 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**

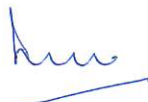
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**

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:*

*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 11th November 2022 and no comments/ observations/ advice made on this report by Board of Directors.

For Emami Limited



A. K. Joshi
Company Secretary & VP-Legal

