

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Godrej Agrovet Limited**
 2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directors hip in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairpers on in Audit/Stakeholder Committee held in listed entities including this listed entity	Membershi p in Committees of the Company	Remarks
Mr.	Nadir B. Godrej	00066195	AADPG7643Q	C,NED		25-Nov-1991	31-Jul-2020			26-Aug-1951	NA		5	0	2	1	SC,RC	
Mr.	Jamshyd N. Godrej	00076250	AACPG0840L	NED		24-Aug-1992	10-Aug-2021			24-Jan-1949	NA		4	0	0	0		
Ms.	Tanya A. Dubash	00026028	AHCPD2973J	NED		10-Apr-2003	31-Jul-2020			14-Sep-1968	NA		5	2	2	0		
Ms.	Nisaba Godrej	00591503	AAFPG3636B	NED		24-Jul-2006	02-Aug-2019			12-Feb-1978	NA		5	3	0	0	NRC	
Mr.	Pirojsha Godrej	00432983	ADTPG8791J	NED		05-Nov-2018	10-Aug-2021			27-Oct-1980	NA		3	0	4	1		
Mr.	Balram S. Yadav	00294803	AAGPY9611F	ED	MD	01-Sep-2007	01-Sep-2017			15-Jul-1964	NA		2	0	4	1	AC,SC,RC	
Mr.	Raghunath A. Mashelkar	00074119	ABBPM4169N	ID		18-Jul-2017	18-Jul-2017		57	01-Jan-1943	Yes	09-Aug-2018	2	2	1	0		
Ms.	Roopa Purushothaman	02846868	ASOPP8674K	ID		18-Jul-2017	20-Mar-		57	17-Apr-1978	NA		1	1	0	0	NRC	

							2022											
Ms.	Aditi Kothari Desai	00426799	AACP1190R	ID		18-Jul-2017	20-Mar-2022		57	25-Feb-1976	NA		1	1	1	0	AC	
Ms.	Ritu Anand	00363699	AADPA7695Q	ID		18-Jul-2017	20-Mar-2022		57	31-Oct-1957	NA		1	1	2	0	AC,NRC	
Mr.	Natarajan Srinivasan	00123338	AIQPS8127A	ID		04-Feb-2019	04-Feb-2019		38	06-Oct-1957	NA		4	2	6	3	AC,SC,RC	
Mr.	Kannan Sitaram	01038711	AAVPS3995B	ID		17-Jun-2019	20-Mar-2022		34	21-May-1957	NA		1	1	1	0		
Mr.	Ashok Gulati	07062601	AAHPG2183P	ID		07-May-2021	07-May-2021		11	11-May-1954	NA		2	2	1	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Natarajan Srinivasan	ID	Chairperson	23-Apr-2021	
2	Ritu Anand	ID	Member	18-Jul-2017	
3	Balram S. Yadav	ED	Member	01-Sep-2007	
4	Aditi Kothari Desai	ID	Member	18-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	Nadir B. Godrej	C,NED	Chairperson	18-Jul-2017	
2	Balram S. Yadav	ED	Member	18-Jul-2017	
3	Natarajan Srinivasan	ID	Member	02-Aug-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Nadir B. Godrej	C,NED	Chairperson	18-Jul-2017	
2	Balram S. Yadav	ED	Member	18-Jul-2017	
3	Natarajan Srinivasan	ID	Member	17-Jun-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ritu Anand	ID	Chairperson	18-Jul-2017	
2	Roopa Purushothaman	ID	Member	18-Jul-2017	
3	Nisaba Godrej	NED	Member	18-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the	Date(s) of Meeting (if any) in the	Whether requirement of	Number of Directors present	Number of Independent Directors present
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previous quarter	relevant quarter	Quorum met		
09-Nov-2021	04-Feb-2022	Yes	12	7

Company Remarks	
Maximum gap between any two consecutive (in number of days)	86

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	09-Nov-2021		Yes	3	2
Audit Committee	07-Dec-2021		Yes	4	3
Audit Committee		04-Feb-2022	Yes	3	2
Nomination & Remuneration Committee	08-Nov-2021		Yes	3	2
Nomination & Remuneration Committee		04-Feb-2022	Yes	3	2
Risk Management Committee	09-Nov-2021		Yes	3	1
Risk Management Committee		04-Feb-2022	Yes	3	1
Stakeholders Relationship Committee	09-Nov-2021		Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	58

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name :  **VIVEK RAIZADA**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.godrejagrovet.com/
Terms and conditions of appointment of independent directors	Yes		https://www.godrejagrovet.com/
Composition of various committees of board of directors	Yes		https://www.godrejagrovet.com/
Code of conduct of board of directors and senior management personnel	Yes		https://www.godrejagrovet.com/
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.godrejagrovet.com/
Criteria of making payments to non-executive directors	Yes		https://www.godrejagrovet.com/
Policy on dealing with related party transactions	Yes		https://www.godrejagrovet.com/
Policy for determining 'material' subsidiaries	Yes		https://www.godrejagrovet.com/
Details of familiarization programs imparted to independent directors	Yes		https://www.godrejagrovet.com/
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		https://www.godrejagrovet.com/
Contact information of the designated officials of the listed entity who are responsible for assisting and	Yes		https://www.godrejagrovet.com/
Financial results	Yes		https://www.godrejagrovet.com/
Shareholding pattern	Yes		https://www.godrejagrovet.com/
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.godrejagrovet.com/
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.godrejagrovet.com/
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		https://www.godrejagrovet.com/
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial	Yes		https://www.godrejagrovet.com/
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.godrejagrovet.com/
Materiality Policy as per Regulation 30	Yes		https://www.godrejagrovet.com/
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.godrejagrovet.com/
It is certified that these contents on the website of the listed entity are correct.	Yes		https://www.godrejagrovet.com/

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	

<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **VIVEK RAIZADA**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	12067494	0	12067494

<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

Affirmations	
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
Company Remarks in case of non-compliant status	

<p>Name: S. VARADARAJ Designation: Chief Financial Officer Place: MUMBAI Date: 21-Apr-2022</p>
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