Notice of Annual General Meeting

Notice is hereby given that the 45th Annual General Meeting (AGM) of the members of Dabur India Limited will be held on Thursday, 3rd September, 2020 at 3.00 p.m (IST) by way of Video Conferencing (VC) / Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:
1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March, 2020 and the report of Auditors thereon.
3. To confirm the interim dividend already paid and declare final dividend on equity shares for the financial year ended 31st March, 2020.
4. To appoint a Director in place of Mr. Amit Burman (DIN: 00042050) who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint a Director in place of Mr. Saket Burman (DIN: 05208674) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:
6. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 & the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s Ramanath Iyer & Co., Cost Accountants, having Firm Registration No. 000019, appointed by Board of Directors of the Company as Cost Auditors to conduct the Audit of the cost records of the Company for the financial year 2020-21 amounting to Rs.5.16 lacs plus applicable taxes and re-imbursement of out of pocket expenses incurred by them in connection with the aforesaid audit as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved.”

NOTES:
1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”) in respect of item no.6 of the Notice set out above is annexed herewith.
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC / OAVM, without the physical presence of Members. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
3. ALTHOUGH, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF/ HERSELF, BUT SINCE THIS MEETING IS BEING HELD THROUGH VC/OAVM UNDER THE FRAMEWORK OF MCA CIRCULARS ON ACCOUNT OF THREAT POSED BY COVID-19, WHERE PHYSICAL PRESENCE OF MEMBERS HAS BEEN DISPENSED WITH, THE FACILITY OF APPOINTMENT OF PROXY WILL NOT BE AVAILABLE. AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED HERETO.
4. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.
5. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) shall send scan of certified true copy of the Board Resolution/ Authority letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company at investors@dabur.com to attend the AGM.
6. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Notice of 45th AGM and the Annual Report 2019-20 will also be available on the Company’s website www.dabur.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseiindia.com respectively, and on the website of RTA- KFin Technologies Pvt. Ltd. (“KFin”) (earlier Karvy Fintech Pvt. Ltd.) at https://evoting.karvy.com or https://emeetings.kfintech.com/. Shareholders are requested to follow the process as guided below to enable the Company to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password.

Date: 27 May, 2020
Place: New Delhi
Regd. Office: 8/3, Asaf Ali Road, New Delhi - 110 002

By Order of the Board for DABUR INDIA LIMITED

(A K JAIN)
E V P (Finance) & Company Secretary
(Membership No. F4311)
Physical Holding: Member may send an e-mail request to the Company at investors@dabur.com or to its RTA – KFin at einward.ris@kfintech.com along with
- scanned copy of the signed request letter mentioning your Name, Folio Number, Share certificate number, complete address, email address and mobile number, and
- scanned copy of self-attested PAN card

Demat Holding: Members holding shares in dematerialized mode are requested to register / update their Bank details with their relevant Depository Participant. Alternatively, (for temporary registration for forthcoming 45th AGM only) member may follow the process mentioned above under- Physical Holding and send 16 digit DPID & Client ID in place of Folio No. along with scanned copy of self-attested Client Master copy or consolidated Demat Account Statement.

In case of any queries / difficulties in registering the e-mail address, Members may write to investors@dabur.com or einward.ris@kfintech.com.

7. The Share Transfer Books and Register of Members of the Company will remain closed from Monday, 17th August, 2020 to Friday, 21st August, 2020 (both days inclusive).

8. A) Kindly note that as per Listing Regulations it is mandatory for the company to print the bank account details of the investors in dividend payment instrument. Hence, you are requested to register/update your correct bank account details with the Company/RTA/Depository Participant, as the case may be.

B) Shareholders are requested to follow the process as guided below to register their mandate for receiving Dividend directly in their Bank accounts.

Physical Holding: Members may send following details / documents by email to the Company at investors@dabur.com or to its RTA at einward.ris@kfintech.com
- scanned copy of duly filled and signed request letter (ECS Mandate, which is also available on Company’s website at www.dabur.com under ‘Shareholder Services’ in the ‘Investor’ section) which shall contain Member’s Name, Folio Number, Address registered with Company, Bank Details (Bank name, Branch, Address, Account No., Account Type, MICR No., IFSC Code)
- scanned copy of self-attested PAN card
- scanned copy of self-attested address proof (such as Driving License, Bank Statement, Election Card, Passport, AADHAR Card) in support of address registered with Company.
- scanned copy of self-attested cancelled cheque bearing name of member or first holder in case shares are in joint name. In case the cancelled cheque leaf does not bear your name, please attach a self-attested copy of your bank pass-book statement page which bears your name.

Demat Holding: Members holding shares in dematerialized mode are requested to register / update their Bank details with their Depository Participant.

C. Kindly note that as per MCA circular dated May 5, 2020, with respect to payment of dividend, in case of shareholders whose bank accounts details are not available, Company shall upon normalization of the postal services, dispatch the dividend warrant/ cheque to such shareholder by post.

9. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/RTA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to the Company at investors@dabur.com or to its RTA at einward.ris@kfintech.com by 24th August, 2020. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to the Company or its RTA at email address mentioned above. The aforesaid declarations and documents need to be submitted by the shareholders latest by August 24, 2020. Full details in this regard are available on the website of the Company at www.dabur.com under ‘Shareholder Services’ in the ‘Investor’ section.

10. All dividends remaining unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Accordingly, till date the Company has transferred to IEPF the unclaimed and unpaid amount pertaining to dividends declared up to the financial year 2012-13 (only interim for FY 2012-13). Members who have not yet en-cashed their dividend warrants for the financial year 2012-13 (final dividend) onwards are requested to make their claims to the Company immediately. Members may please note that no claim shall lie against the Company in respect of dividend which remain unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account.
years from the date it is lying in the unpaid dividend account. However, this amount can be claimed from IEPF Authorities only after complying with the procedure specified for it.

Further, the information regarding unclaimed dividend in respect of dividends declared up to the financial year 2018-19 and updated up to the date of 44th AGM held on 30th August, 2019 has been uploaded on the website of the Company www.dabur.com under ‘Investor’ section. The said information was also filed with MCA which is available on their website at www.iepf.gov.in. Further, as per the requirement of Section 124(2) of the Act, the Company has uploaded the details of unclaimed dividend in respect of interim dividend declared during the financial year 2019-20, on the website of the Company. Shareholders may kindly check the said information and if any dividend amount is appearing as unpaid against their name, they may lodge their claim, duly supported by relevant documents to the Company.

Also, in terms of Section 124(6) of the Act, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more are required to be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Accordingly, equity shares which were/ are due to be so transferred, have been/ shall be transferred by the Company to the Demat Account of IEPFA. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to the Demat Account of IEPFA and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules. Details of shares transferred to the Demat Account of IEPFA have been uploaded by the company on its website at www.dabur.com. Shareholders may kindly check the same and claim back their shares. Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company.

11. Members holding share certificate(s) in multiple accounts in identical names or joint accounts in the same order of names, are requested to apply to Company’s RTA- for consolidation of such shareholding into one account.

12. The shares of the Company are under compulsory Demat trading. Also, as per Listing Regulations, securities of listed companies can only be transferred in dematerialized form w.e.f. 1 April, 2019 except in case of transmission or transposition of securities. Therefore, Members holding shares in physical form are advised to convert their shares into dematerialized form in their own interest and convenience purpose.

13. All the documents referred to in the accompanying notice shall be available for inspection from the date of circulation of this notice up to the date of AGM. These documents along with the extracts from Register of Directors and Key Managerial Personnel & their shareholding and the Register of Contracts & Arrangements in which directors are interested shall be available for inspection in electronic mode during the meeting to any person having right to attend the meeting and same may be accessed upon log-in to https://evoting.karvy.com/ or https://emeetings.kfintech.com/

14. In case you have any query relating to the Annual Accounts you are requested to send the same to the Company Secretary at investors@dabur.com at least 10 days before the date of AGM so as to enable the management to keep the information ready for replying at the meeting.

15. As required under Listing Regulations and Secretarial Standards-2 on General Meetings details in respect of directors seeking re-appointment at the AGM, is separately annexed hereto as “Annexure 1”. Directors seeking re-appointment have furnished requisite declarations under section 164(2) and other applicable provisions of the Act, including rules framed there under and the Listing Regulations.

16. The certificate from Auditors of the Company certifying that the Employee Stock Option Scheme of the Company is being implemented in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014 and in accordance with the resolutions passed in the General Body Meetings will be available for inspection in electronic mode during the meeting to any person having right to attend the meeting and same may be accessed upon log-in to https://evoting.karvy.com/ or https://emeetings.kfintech.com/

17. Members holding shares in physical form and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit to the RTA of the Company the prescribed Form SH.13 for nomination and Form SH.14 for cancellation/ variation, as the case may be. The Forms can be downloaded from Company’s website www.dabur.com. Members holding shares in demat mode may contact their respective Depository Participant for availing this facility.

18. Voting through electronic means
   i) Pursuant to the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, applicable Secretarial Standards and the Listing Regulations a member of the Company holding shares either in physical form or in dematerialized form, shall exercise his/her right to vote by electronic means (e-voting) in respect of the resolution(s) contained in this notice.
ii) The Company is providing e-voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of KFin as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).

iii) Further, facility for e-voting shall also be made available at the AGM (through insta poll) and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting through insta poll.

iv) The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. In case vote is cast by both the modes, then vote cast by remote e-voting prior to the meeting shall prevail.

v) The Board of Directors have appointed CS Navneet Arora, Company Secretary in practice (Certificate of practice No. 3005 and Managing Partner of M/s Navneet K Arora & Co LLP (Registration No. LLPIN-AAJ-0972) and failing him Mr. Arvinder Singh Kindra, Company Secretary in practice (Certificate of practice No. 17737 and Partner of M/s Navneet K Arora & Co LLP) as the Scrutinizers, for conducting the e-voting (insta poll) and remote e-voting process in a fair and transparent manner.

vi) The cut-off date for the purpose of voting (including remote e-voting) is 27th August, 2020.

vii) Members are requested to carefully read the instructions for remote e-voting before casting their vote. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

viii) The remote e-voting facility will be available during the following period after which the portal shall forthwith be blocked and shall not be available:

<table>
<thead>
<tr>
<th>Commencement of remote e-voting</th>
<th>09:00 a.m. (IST) on 31st August, 2020</th>
</tr>
</thead>
<tbody>
<tr>
<td>End of remote e-voting</td>
<td>05:00 p.m. (IST) on 2nd September, 2020</td>
</tr>
</tbody>
</table>

ix) The procedure and instructions for remote e-voting are as under:

a) Open your web browser during the voting period by typing the URL: https://evoting.karvy.com

b) Enter the login credentials (i.e. User ID and password mentioned in the email forwarding the Notice of AGM. The said login credentials shall be valid only in case you continue to hold the shares on the cut-off date). Your Folio No. /DP ID Client ID will be your User ID. However, if you hold shares in demat form and you are already registered with KFin for remote e-voting, you shall use your existing User ID and password for casting your vote.

c) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e. 27th August, 2020 may obtain the User ID and password in the manner as mentioned below:

- If the mobile number of the member is registered against shares held in demat form, the member may send SMS: MYEPWD <space> DP ID Client ID to 9212993399
  - Example for NSDL: MYEPWD <SPACE> IN12345612345678
  - Example for CDSL: MYEPWD <SPACE> 1402345612345678

- If the mobile number of the member is registered against shares held in physical form, the member may send SMS: MYEPWD <SPACE> Event number+Folio No. to 9212993399
  - Example for Physical: MYEPWD <SPACE> XXXX1234567

- If e-mail or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.karvy.com, the member may click “forgot password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
  - Member may call KFin`s toll free number 1-800-3454-001.
  - Member may send an e-mail request to evoting@kfintech.com

If the member is already registered with KFin for remote e-voting, he can use his existing User ID and password for casting the vote without any need for obtaining a new User ID and password.

d) After entering these details appropriately, click on “LOGIN”.

e) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You will also be required to enter a secret question and answer of your choice to enable you to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other...
person and that you take utmost care to keep your password confidential.

f) You need to login again with the new credentials.

g) On successful login, the system will prompt you to select the Event Number for Dabur India Limited.

h) On the voting page you will see the Resolution Description and the options “FOR/AGAINST/ABSTAIN” for voting. Enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as on the cut-off date, as mentioned above. You may also choose the option “ABSTAIN” in case you do not want to cast vote.

i) You may then cast your vote by selecting an appropriate option and click on “Submit”.

j) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

k) Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.

l) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail id: info@navneetaroracs.com with a copy to evoting@kfintech.com. The scanned image of the above mentioned documents should be in the naming format “Corporate Name EVENT NO.”

m) Once the vote on a resolution is casted by a Member, the Member shall not be allowed to change it subsequently. **Further, the Members who have casted their vote through remote e-voting shall not be allowed to vote again at the Meeting.**

n) In case of any query pertaining to e-voting, please contact KFin’s toll free no. 1-800-3454-001 or visit the FAQ’s section available at KFin’s website https://evoting.karvy.com.

o) In case of grievances connected to the remote e-voting, please contact Mr. Ravuri Vijay, Deputy Manager at KFin Technologies Private Limited, Selenium Building, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032 at email id einward.ris@kfintech.com, contact no. - 040-6716 2222.

19. **Attending the AGM through VC / OAVM**

The Company will be providing VC/AOVM facility to enable the members to attend the AGM. Members who are entitled to participate in the AGM can attend the AGM or view the live webcast of AGM by logging on to the website of KFin at https://emeetings.kfintech.com/ by using their remote e-voting credentials.

a) Members are requested to follow the procedure given below:

i. Launch internet browser (chrome/firefox/safari) by typing the URL: https://emeetings.kfintech.com

ii. Enter the login credentials (i.e., User ID and password for e-voting).

iii. After logging in, click on “Video Conference” option

iv. Then click on camera icon appearing against AGM event of Dabur India Limited, to attend the Meeting.

b) Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the e-voting instructions.

c) Members are advised to use stable Wi-Fi or LAN connection to ensure smooth participation at the AGM. Participants may experience audio/video loss due to fluctuation in their respective networks.

d) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to https://emeetings.kfintech.com and clicking on the ‘Speaker Registration’ option available on the screen after log in. The Speaker Registration will be open from 27/8/2020 (9:00 a.m. IST) to 29/8/2020 (5:00 p.m. IST). Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

e) The Members can join the AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

a. Upto 1000 Members will be allowed to attend the AGM through VC / OAVM on first come, first served basis.

b. No restrictions on account of First come first served basis entry into AGM will be applicable to large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

c. Members under the category of Institutional Investors are encouraged to attend and vote at the AGM.
d. Members who need assistance before or during the AGM, can contact KFin on 040 – 6716 2222 or call on toll free 1-800-34-54-001. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

20. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

21. **E-voting (insta poll) at the Meeting**

After the items of Notice have been discussed, e-voting through insta poll will be conducted under the supervision of the scrutinizer appointed for voting. A person, whose name is recorded in the register of members or in register of beneficial owners maintained by the depositories as on the cut-off date of 27th August, 2020 and who have not cast their vote by remote e-voting, and being present in the AGM, shall be entitled to vote at the AGM.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting.

22. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date being 27th August, 2020.

23. The Scrutinizer shall after the conclusion of voting at AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and will make, not later than 48 hours of the conclusion of AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or in his absence to the Group Director – Corporate Affairs, who shall countersign the Scrutinizer’s Report and shall declare the result forthwith.

24. The Scrutinizer’s decision on the validity of the vote shall be final and binding.

25. The result declared along with the Scrutinizer’s report shall be placed on the website of the Company (www.dabur.com) and on KFin’s website (https://evoting.karvy.com) immediately after the result is declared and shall simultaneously be forwarded to National Stock Exchange of India Limited and BSE Limited, the Stock Exchanges where the Company’s shares are listed.

26. The recorded transcript of the AGM shall be maintained by the Company and also be made available on the website of the Company www.dabur.com in the ‘Investor’ Section, at the earliest soon after the conclusion of the Meeting.

27. The resolutions will be deemed to be passed on the AGM date subject to receipt of requisite number of votes in favour of the resolutions.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 6**

The Board of Directors of the Company on the recommendation of Audit Committee, has approved the appointment and remuneration of M/s Ramanath Iyer & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year 2020-21.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rules thereunder, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for audit of cost records of the Company for the financial year 2020-21.

None of the Directors and Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

The Board of Directors recommend the Ordinary Resolution as set out at item No. 6 of the Notice for approval by the members.
Annexure 1

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT IN ANNUAL GENERAL MEETING FIXED FOR 3RD SEPTEMBER, 2020

<table>
<thead>
<tr>
<th>Name of the Director</th>
<th>Mr. Amit Burman</th>
<th>Mr. Saket Burman</th>
</tr>
</thead>
<tbody>
<tr>
<td>Directors Identification Number (DIN)</td>
<td>00042050</td>
<td>05208674</td>
</tr>
<tr>
<td>Date of Birth</td>
<td>16.07.1969</td>
<td>10.03.1977</td>
</tr>
<tr>
<td>Date of appointment</td>
<td>01.11.2001</td>
<td>31.01.2012</td>
</tr>
<tr>
<td>Qualification</td>
<td>MBA, Cambridge University, England</td>
<td>BBA in Marketing and Finance from the University of Wisconsin, Madison</td>
</tr>
</tbody>
</table>

Experience & Expertise in specific functional areas

Amit Burman was the brain behind Dabur's foray into the processed foods sector and pioneered the concept of packaged fruit juices in India with the launch of Réal. He is an entrepreneur with an eye for identifying emerging business opportunities. As the Chairman of Dabur India Ltd he is now involved in steering the company's burgeoning consumer products business besides identifying newer growth avenues for the Company. Outside Dabur too, he has successfully identified and ventured into key growth sectors. He is India's largest restaurateur with his food retailing venture Lite Bite Foods, which has a network of over 100 restaurants across the globe. This venture manages Food Courts at leading malls, besides operating Quick Service Restaurants (QSRs) and casual dining outlets at a wide range of locations. With a host of business ventures in the Food sector, he is also known as India's first Food Entrepreneur.

He forayed into the sports sector with a series of ventures like Poker Sports League in India and has also formed Ultimate Kho Kho, a professional Kho Kho league. He has also been investing in start-ups, the latest of them being an emotional and mental wellness platform No Worry No Tension Healthcare (NWNT). He has also been involved with several philanthropic and CSR initiatives.

Has started up a number of Companies in different industries in the UAE in sectors viz IT, Real Estate and General Trading. He also serves as a member or as an advisor on a number of entrepreneurial and angel investing groups.

<table>
<thead>
<tr>
<th>Terms and conditions for appointment / re-appointment</th>
<th>As per Company’s Policy on appointment of Board Members</th>
<th>As per Company’s Policy on appointment of Board Members</th>
</tr>
</thead>
<tbody>
<tr>
<td>Remuneration last drawn</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Shareholding in the company as on 31.03.2020 (in individual capacity of on beneficial basis for any other person)</td>
<td>Nil</td>
<td>3,00,000 equity shares of Re.1/ each</td>
</tr>
<tr>
<td>Relationship with other directors and KMPs of the Company</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Name of the Director</td>
<td>Mr. Amit Burman</td>
<td>Mr. Saket Burman</td>
</tr>
<tr>
<td>----------------------</td>
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<td>------------------</td>
</tr>
<tr>
<td>Number of Board meetings attended during the year</td>
<td>Five out of five</td>
<td>Five out of five</td>
</tr>
</tbody>
</table>

List of Companies in which outside directorships in Indian Companies held as on 31.03.2020

2. A.B. Propmart Pvt. Ltd.
3. Chowdry Associates
4. Dabur Securities Pvt. Ltd.
5. Gyan Enterprises Pvt. Ltd.
6. HMS Host & Lite Bite Pvt. Ltd
7. Lite Bite Foods Tres Pvt. Ltd.
8. Lite Bite Foods Pvt. Ltd.
9. Lite Bite Travel Foods Pvt. Ltd.
10. Mind sports league Pvt. Ltd.
11. Natures Bounty Wines and Allied Products Pvt. Ltd.
12. Oriental Structural Engineers Pvt. Ltd.
14. Talbros Automotive Components Ltd.
15. H&B Stores Ltd.
16. Sportzsquare Ventures Pvt Ltd.

Chairman/member in Committees of Board of Directors of other Indian Public Companies as on 31.03.2020

- Talbros Automotive Components Ltd.
  - Audit Committee – member
  - Nomination and Remuneration Committee – member
  - CSR Committee- member
- a. Chowdry Associates
- b. Ritz Private Limited

- Nil