

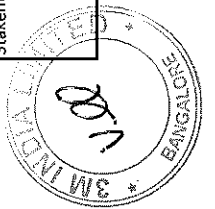
ANNEXURE I

| I. Composition of Board 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) | No. 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) | |
| Ms. Debarati Sen | | PAN= AHMP35055J; DIN= 07521172 | Executive | 16/1/2016 up to May 31, 2021 | 5 years | 1 | Stakeholder Committee=1 | Nil | |
| Mr. Biren Gabhawala | | PAN= AACPG6021H; DIN=03091772 | Non-Executive; Independent | August 5, 2014 upto August 4, 2019 | 5 years | 2 | Audit Committee=2; Stakeholder Committee=2 | Audit Committee=2 | |
| Mr. Bharat Shah | | PAN= AADPS4345K; DIN=00136969 | Chairperson; Non-Executive; Independent | March 27, 2015 upto March 26, 2020 | 5 years | 5 | Audit Committee=5; Stakeholder Committee=2 | Stakeholder Committee=1 | |
| Mr. Albert C Wang | | PAN=NA; DIN=05234667 | Non-Executive | 12-Mar-12 | NA | 1 | Nil | Nil | |
| Ms. Radhika Rajan | | PAN= AKDPR3238A; DIN = 00499485 | Non-Executive; Independent | May 27, 2016 up to May 26, 2021 | 5 years | 2 | Audit Committee=6; Stakeholder Committee=2 | Nil | |
| Mr. Ramesh Ramadurai | | PAN= AAMPFR9899E;D; N=07109252 | Non-Executive | 27-Mar-15 | NA | 1 | Nil | Nil | |
| Mr. Manuel B Pardo | | PAN=NA; DIN=07125832 | Non-Executive | 3/27/2015; cessation- May 26, 2017 | NA | 1 | Audit Committee=1 | Nil | |
| Mr. Amit Laroya | | PAN= AAAPL8950A; DIN=00098933 | Non-Executive | from October 1, 2013 to May 31, 2016- Executive; from June 1, 2016-Non-Executive | NA | 1 | Nil | Nil | |
| Mr. B.V. Shankaranarayana Rao | | | | July 24, 2002 up to March 31, 2017 re-appointed from April 1, 2017 to May 13, 2020 | | | | | |
| Mr. Jong Ho Lee | | PAN= AEDPR3461F; DIN=00044840 PAN= NA; DIN=06720950 | Executive Non- Executive | From May 26, 2017 | NA | 1 | Audit Committee=1 | Nil | |

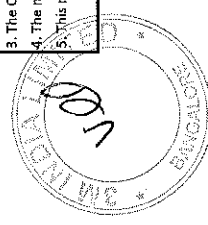
§ PAN Number of any Director would not be displayed on the website of Stock exchange
 § Category of Directors means Executive/Non-Executive/ Independent/Nominee, if a Director fits into more than one category write all categories separating them with hyphen
 * to be filled only for Independent Director; Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

| II. Composition of Committees | |
|--------------------------------------|--|
| Name of Committee | Name of Committee members |
| Audit Committee | Mr. Biren Gabhawala, Ms. Radhika Rajan Mr. Bharat D Shah and Mr. Manuel B Pardo (up to May 26, 2017) Mr. Jong Ho Lee (from May 26, 2017) |
| Stakeholder's Relationship Committee | Mr. Bharat D Shah, Mr. Biren Gabhawala, Ms. Radhika Rajan and Ms. Debarati Sen |

Category: Chairperson/Executive/Non-Executive/Independent/Nominee §
 Non-Executive; Independent - Chairperson
 Non-Executive; Independent - Member
 Non-Executive; Independent - Member
 Non-Executive - Member
 Non-Executive - Member
 Non-Executive; Independent - Chairperson
 Non-Executive; Independent - Member
 Non-Executive; Independent - Member
 Executive - Member



| | | |
|---|--|--|
| Nomination and Remuneration Committee | Mr. Biren Gabhawala, Mr. Bharat D Shah, Mr. Albert C Wang and Mr. Amit Laroya | Non-Executive;Independent-Chairperson Non-Executive;Independent - Member Non-Executive - Member Non-Executive - Member |
| Corporate Social Responsibility Committee | Mr. Bharat Shah, Ms. Débarat Sen, Mr. B.V. Shankaranarayana Rao and Mr. Ramesh Ramadural | Non-Executive;Independent-Chairperson Executive - Member Executive - Member Non-Executive - Member |
| § Category of Directors means executive/non-executive/independent, if a director fits into more than one category write all categories separating them with hyphen. | | |
| 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) |
| 9-Feb-17 | 25-May-17 | 105 days |
| IV. Meeting of Committees | | |
| Date(s) of meeting of the Committee in the relevant year | Whether requirement of Quorum met (details) | Maximum gap between any two consecutive meetings in number of days* |
| Audit Committee=May 25, 2017 Stakeholders Relationship Committee =May 26, 2017 Nomination & Remuneration Committee = May 25, 2017 Corporate Social Responsibility Committee = May 26, 2017 | Audit Committee=February 9, 2017 Stakeholders Relationship Committee =February 9, 2017 Nomination & Remuneration Committee = February 9, 2017 Corporate Social Responsibility Committee = November 18, 2016 Quorum is met-majority of the committee members were present | Audit Committee=104days Stakeholders Relationship=105 days and Nomination & Remuneration Committee = 104 days Corporate Social Responsibility Committee= 186 days |
| * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional | | |
| V. Related Party Transactions | | |
| Subject | Compliance status (Yes / No / NA) refer note below | |
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | For the year 2017-18, shareholders approval is being obtained for the estimated Material RPTs with 3M Company, USA/ and or its group companies at the ensuing AGM to be held on August 10, 2017 | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee | Yes | |
| Note | | |
| 1. In the Column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.-For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed entity has no related party transactions, the words "N.A." may be indicated. | | |
| 2. If Status is "No" details of non-compliance may be given here: | | |
| 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 | | |
| d. Risk Management Committee (applicable to the top 100 listed entities)-NA to the Company | | |
| 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 the 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. Any comments/observations/advice of Board of Directors may be mentioned here: | | |



FOR 3M INDIA LIMITED
 V. Srinivasan
 COMPANY SECRETARY
 13/7/17

Related party Transactions

Actual transactions for the qtr ended 30.06.2017
(Rs. in crores)

| Particulars | Estimated for the year 2017-18 | Actual transactions |
|-----------------------------------|--------------------------------|---------------------|
| Sale of Goods | 45.3 | 5.7 |
| Income from contract | | |
| Research | 28.6 | 6.0 |
| Capital Goods (Sale) | - | - |
| Purchase less returns of goods | 815.0 | 185.9 |
| Royalty | 39.0 | 8.0 |
| Recharge of Expenses Invoiced out | 34.6 | 5.2 |
| Recharge of Expenses Invoiced in | 6.2 | 1.7 |
| Corporate Management Fees | 116.7 | 29.2 |
| Total | 1,085.4 | 241.8 |

