

General information about company

Scrip code	938519
Name of the entity	Varun Beverages Limited
Date of start of financial year	01-01-2016
Date of end of financial year	31-12-2016
Reporting Quarter	Yearly
Date of Report	31-12-2016
Risk management committee	Not Applicable



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number 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)	Notes
1	Mr	Ravi Kant Jaipuria	ANJJP6194Q	00003668	Non-Executive - Non Independent Director	Chairperson	Shareholder Director	16-06-1995			1	0	0	
2	Mr	Varun Jaipuria	AHAPJ9246N	02465412	Executive Director	Not Applicable		01-11-2016			1	0	0	
3	Mr	Raj Pal Gandhi	AALPG8397D	00003649	Executive Director	Not Applicable		01-11-2016			1	2	0	
4	Mr	Kapil Agarwal	ACDPA3699L	02079161	Executive Director	Not Applicable		01-01-2016			1	0	0	



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Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number 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)	Notes
5	Mr	Kamlesh Kumar Jain	AAHPJ2128D	01822576	Executive Director	Not Applicable		01-11-2016			1	0	0	
6	Mr	Ravindra Dhariwal	ADPPD1049Q	00003922	Non-Executive - Independent Director	Not Applicable		20-03-2016		24	4	5	2	
7	Mr	Girish Ahuja	AAGPA1416Q	00446339	Non-Executive - Independent Director	Not Applicable		20-03-2016		24	2	3	1	
8	Mr	Naresh Kumar Trehan	AACPT7305F	00012148	Non-Executive - Independent Director	Not Applicable		01-12-2015		36	1	0	0	



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I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number 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)	Notes
9	Mr	Pradeep Sardana	ABXPS2747N	00682961	Non-Executive - Independent Director	Not Applicable		28-03-2016		24	1	0	0	
10	Mr	Sanjoy Mukerji	AHHPM9768R	03122800	Non-Executive - Independent Director	Not Applicable		27-04-2016		12	1	0	0	
11	Mrs	Geeta Kapoor	AAQPK1018C	07503864	Non-Executive - Independent Director	Not Applicable		27-04-2016		12	1	0	0	



Annexure 1**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter Yes

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Girish Ahuja	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Ravindra Dhariwal	Non-Executive - Independent Director	Member	
3	Audit Committee	Raj Pal Gandhi	Executive Director	Member	
4	Nomination and remuneration committee	Ravindra Dhariwal	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Girish Ahuja	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Ravi Kant Jaipuria	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Ravindra Dhariwal	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Raj Pal Gandhi	Executive Director	Member	
9	Nomination and remuneration committee	Parth Dasharathlal Gandhi	Member	Member	



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory			Textual Information(1)
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	11-08-2016		
2	22-09-2016		41
3		03-10-2016	10
4		07-10-2016	3
5		18-10-2016	10
6		02-11-2016	14
7		03-12-2016	30



Text Block

Textual Information(1)

The Equity Shares of the Company got listed pursuant to IPO on 08.11.2016



Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory						Textual Information(1)	Name of other committee
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	
1	Audit Committee		Yes		11-08-2016		
2	Audit Committee		Yes		16-09-2016		



Text Block

Textual Information(1)

The equity shares of the Company got listed on 08.11.2016 pursuant to IPO.



Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure II**Annexure II 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**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://varunpepsi.com/overview/
2	Terms and conditions of appointment of independent directors	Yes		http://varunpepsi.com/corporate-governance/
3	Composition of various committees of board of directors	Yes		http://varunpepsi.com/composition-board-committees/
4	Code of conduct of board of directors and senior management personnel	Yes		http://varunpepsi.com/policies/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://varunpepsi.com/policies/
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://varunpepsi.com/policies/
8	Policy for determining 'material' subsidiaries	Yes		http://varunpepsi.com/policies/
9	Details of familiarization programmes imparted to independent directors	Yes		http://varunpepsi.com/corporate-governance/



Annexure II**Annexure II 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**

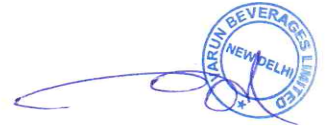
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://varunpepsi.com/investor-contacts/
11	email address for grievance redressal and other relevant details	Yes		http://varunpepsi.com/investor-contacts/
12	Financial results	Yes		http://varunpepsi.com/annual-reports/
13	Shareholding pattern	Yes		http://varunpepsi.com/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)



Text Block

Textual Information(1)

The equity shares of the Company got listed on 08.11.2016 pursuant to IPO.



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	NA	
10	Risk Assessment & Management	17(9)	Yes	



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided			Textual Information(1)



Text Block

Textual Information(1)

The equity shares of the Company got listed on 08.11.2016 pursuant to IPO



Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	Textual Information(1)



Text Block

Textual Information(1)

The equity shares of the Company has got listed on 08.11.2016 pursuant to IPO.



Signatory Details

Name of signatory	Mahavir Prasad Garg
Designation of person	Compliance Officer
Place	Gurgaon
Date	10-01-2017

