General information about company						
Scrip code	500672					
NSE Symbol						
MSEI Symbol						
ISIN	INE234A01025					
Name of the entity	Novartis India Limited					
Date of start of financial year	01-04-2023					
Date of end of financial year	31-03-2024					
Reporting Quarter	Yearly					
Date of Report	31-03-2024					
Risk management committee	Applicable					
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities					

	Annexure I									
	Annexure I to be submitted by listed entity on quarterly basis									
	I. Composition of Board of Directors									
			Disclosu	re of notes of	on composition of board of directo	rs explanatory	Textual Inform	nation(1)		
				Wh	ether the listed entity has a Regula	ar Chairperson	Yes			
					Whether Chairperson is related t	o MD or CEO	No			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth		
1	Mr	Christopher Snook	ZZZZZ9999Z	00369790	Non-Executive - Non Independent Director	Chairperson		02-11- 1953		
2	Mr	Jai Vishwanath Hiremath	AAAPH2002F	00062203	Non-Executive - Independent Director	Not Applicable		29-04- 1948		
3	Ms	Sandra Martyres	AAUPM6410A	00798406	Non-Executive - Independent Director	Not Applicable		05-10- 1952		
4	Mr	Sanker Parameswaran	AAEPP2425Q	00008187	Non-Executive - Independent Director	Not Applicable		28-02- 1960		
5	Mr	Sanjay P Murdeshwar	ALVPM5665P	01481811	Executive Director	Not Applicable	MD	30-08- 1966		
6	Ms	Ms Shilpa Shashank Joshi ABBPJ0209Q 09775615 Executive Director Not Applicable						09-07- 1969		
7	Ms	Gira Sardesai	AAJPS5688K	02610502	Non-Executive - Independent Director	Not Applicable		16-06- 1959		

	I. Composition of Board of Directors								
	Disqualification of Directors under section 164 of the Companies Act, 2013								
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status				
1	No				Active				
2	No				Inactive				
3	No				Active				
4	No				Active				
5	No				Active				
6	No				Active				
7	No				Active				

						I. Compo	osition of Bo	ard of Direc	etors				
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-08- 2008				1	0	2	1		Textual Information(2)	
2	Yes	20-03- 2019	01-04- 2014	01-04- 2019	31-03- 2024	120	2	1	1	0	Tenure Completion		
3	NA	24-03- 2021	19-04- 2016	19-04- 2021		95.12	1	1	1	1			
4	NA		22-06- 2020			45.09	1	1	4	1			
5	NA		15-06- 2019				1	0	1	0			
6	NA		22-11- 2022				1	0	1	0			
7	NA		31-03- 2024			0.01	1	1	1	0			

	Text Block				
Textual Information(1)	Mr. Sanjay Murdeshwar (Designated as Vice-Chairman and Managing Director) resigned as Director and Employee of the Company w.e.f. close of business hours of April 2, 2024. As this CG Report is pertaining to quarter ended March 31, 2024, hence folio of Mr. Sanjay Murdeshwar is still being shown as 'Active'.				
Textual Information(2)	Mr. Christopher Snook is a Foregin National hence he does not have a PAN.				

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

	Annexure 1 Text Block
	1. Mr. Sanjay Murdeshwar (Designated as Vice-Chairman and Managing Director) resigned as Director and Employee of the Company w.e.f. close of business hours of April 2, 2024. Accordingly, he ceased to be the member of Corporate Social Responsibility Committee w.e.f. close of business hours of April 2, 2024.
	2. Mr. Jai Hiremath (Designated as Independent Director) resigned as Director of the Company w.e.f. close of business hours of March 31, 2024.
Textual Information(1)	3. Ms. Gira Sardesai (Designated as Independent Director) appointed as Director of the Company w.e.f. March 31, 2024.
	4. Accordingly, composition of Audit Committee, Risk Management Committee, Nomination and Remuneration Committee was reconstituted w.e.f. April 01, 2024 and Corporate Social Responsibility Committee w.e.f. April 03, 2024. However, as this CG Report is pertaining to quarter ended March 31, 2024, hence the above changes have not been shown as carried out and shall be carried out in the next quarter.

A	Audit Committee Details									
		WI	hether the Audit Committee has a R	egular Chairperson	Yes					
Sı	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	00798406	Sandra Martyres	Non-Executive - Independent Director	Chairperson	19-04-2016					
2	00062203	Jai Vishwanath Hiremath	Non-Executive - Independent Director	Member	22-05-2014					
3	00369790	Christopher Snook	Non-Executive - Non Independent Director	Member	22-05-2014					
4	00008187	Sanker Parameswaran	Non-Executive - Independent Director	Member	22-06-2020					

No	Nomination and remuneration committee										
	W	hether the Nomination a	nd remuneration committee has a R	egular Chairperson	Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks				
1	00798406	Sandra Martyres	Non-Executive - Independent Director	Chairperson	20-06-2020						
2	00369790	Christopher Snook	Non-Executive - Non Independent Director	Member	22-05-2014						
3	00062203	Jai Vishwanath Hiremath	Non-Executive - Independent Director	Member	22-05-2014						

Sta	Stakeholders Relationship Committee									
		Whether the Stakeholde	ers Relationship Committee has a R	egular Chairperson	Yes					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	00369790	Christopher Snook	Non-Executive - Non Independent Director	Chairperson	22-05-2014					
2	01481811	Sanjay P Murdeshwar	Executive Director	Member	15-06-2019					
3	00008187	Sanker Parameswaran	Non-Executive - Independent Director	Member	22-06-2020					
4	09775615	Shilpa Shashank Joshi	Executive Director	Member	22-11-2022					

Ris	Risk Management Committee									
		Whether the Risk	Management Committee has a R	Regular Chairperson	Yes					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	00008187	Sanker Parameswaran	Non-Executive - Independent Director	Chairperson	17-06-2021					
2	00062203	Jai Vishwanath Hiremath	Non-Executive - Independent Director	Member	20-08-2020					
3	09775615	Shilpa Shashank Joshi	Executive Director	Member	19-05-2022					

Co	Corporate Social Responsibility Committee									
	Whetl	her the Corporate Social F	Responsibility Committee has a F	Regular Chairperson	Yes					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	01481811	Sanjay P Murdeshwar	Executive Director	Chairperson	15-06-2019					
2	00798406	Sandra Martyres	Non-Executive - Independent Director	Member	19-04-2016					
3	09775615	Shilpa Shashank Joshi	Executive Director	Member	22-11-2022					

Otl	ner Committee	:				
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1									
An	Annexure 1									
Ш	II. Meeting of Board of Directors									
Disclosure of notes on meeting of board of directors explanatory										
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*		
1	27-10-2023				Yes	6	6	3		
2		25-01-2024	89		Yes	6	6	3		
3		17-02-2024	22		Yes	6	5	2		

Annexure 1

IV. Meeting of Committees

		Disclos							
Sr	Name of Committee	of Previous between quarter and current consecutive committee committee date		Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	
1	Audit Committee	27-10-2023			Yes	4	4	3	0
2	Audit Committee 25-01-2024		89		Yes	4	4	3	0
3	Nomination and remuneration committee	27-10-2023			Yes	3	3	2	0
4	Nomination and remuneration committee	17-02-2024	112		Yes	3	2	1	0
5	Stakeholders Relationship Committee	27-10-2023			Yes	4	4	4	0
6	Stakeholders Relationship Committee 25-01-2024		89		Yes	4	4	1	0

					Annexui	re 1					
IV.	V. Meeting of Committees										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	
7	Risk Management Committee	27-10-2023				Yes	3	3	2	0	
8	Risk Management Committee	25-01-2024	89			Yes	3	3	2	0	
9	Corporate Social Responsibility Committee	27-10-2023				Yes	3	3	1	0	

Ī		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.					
Ī	1	Whether prior approval of audit committee obtained	Yes						
Ī	2	Whether shareholder approval obtained for material RPT	Yes						
	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee Yes								
	Dis	sclosure of notes of material transaction with related party		Textual Information(1)					

Text Block				
Textual Information(1)	Material Transactions with Related Party	for the quarter ended March	31, 2024 (Unaudited):	
	RPT name	Type of transaction	Amount (In Rs. million)	
	Novartis Pharma AG, Basel, Switzerland	Purchases of Stock-in-Trade	225.8	

	Annexure 1								
VI	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 1000 listed entities)	Yes							
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 1					
Sr	Subject	Compliance status				
1	Name of signatory	Nikhil Malpani				
2	Designation	Company Secretary and Compliance Officer				

				Annexure II			
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)						
I. I	Disclosure on we	bsite in terms	of Listing Re	gulations			
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		https://www.novartis.com/in-en/about			
2	Terms and conditions of appointment of independent directors	Yes		https://www.novartis.com/in-en/sites/novartis_in/files/appointment-letters-independent-directors.pdf			
3	Composition of various committees of board of directors	Yes		https://www.novartis.com/sites/novartis_in/files/Board%20Committees%203%20Apr%202024.pdf			
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.novartis.com/in-en/sites/novartis_in/files/2022-02/Code%20of%20Ethics.pdf			
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.novartis.com/sites/novartis_in/files/Vigil%20Mechanism%20%26%20Whistle%20Blower%20Policypdf			
6	Criteria of making payments to non-executive directors	Yes		https://www.novartis.com/sites/novartis_in/files/NRC%20Policy.pdf			
7	Policy on dealing with related party transactions	Yes		https://www.novartis.com/in-en/sites/novartis_in/files/Policy%20for%20dealing%20with%20Related%20Party%20Transactions.pdf			
8	Policy for determining 'material' subsidiaries	NA					
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.novartis.com/sites/novartis_in/files/Familiarization%20Program%20for%20independent%20Directors_0.pdf			

į		Email address for grievance redressal and other relevant details	Yes	https://www.novartis.com/in-en/investors/novartis-india-investors-contact
1	11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.novartis.com/in-en/investors/novartis-india-investors-contact
	12	Financial results	Yes	https://www.novartis.com/in-en/investors/novartis-india-financials#tabquarterly-results-7681
	13	Shareholding pattern	Yes	https://www.novartis.com/in-en/investors-corporate-governance/novartis-india-stock-exchange-disclosures
1	14	Details of agreements entered into with the media companies and/or their associates	NA	

				Annexure II				
			An	nexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Di	. 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				
15.1	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	NA						
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA						
16	New name and the old name of the listed entity	NA						
17	Advertisements as per regulation 47 (1)	Yes		https://www.novartis.com/in-en/investors-corporate-governance/novartis-india-stock-exchange-disclosures				
18	Credit rating or revision in credit rating obtained	NA						
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA						
20	Secretarial Compliance Report	Yes		https://www.novartis.com/in-en/investors-corporate-governance/novartis-india-stock-exchange-disclosures				
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.novartis.com/sites/novartis_in/files/Policy%20for%20determination%20of%20Materiality%20of%20Events%20or%20Information_16102023.pdf				
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as	Yes		https://www.novartis.com/sites/novartis_in/files/Policy%20for%20determination%20of%20Materiality%20of%20Events%20or%20Information_16102023.pdf				

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		required under regulation 30(5)		
2	23	Disclosures under regulation 30(8)	Yes	https://www.novartis.com/in-en/investors
2		Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
2		Dividend Distribution policy as per Regulation 43A(1)	Yes	https://www.novartis.com/sites/novartis_in/files/Dividend%20Distribution%20policy.pdf
2	26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.novartis.com/in-en/investors/novartis-india-financials#tabannual-reports-6996
2	27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.novartis.com/in-en/investors
2	28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://www.novartis.com/in-en/investors

	Annexure II					
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), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes			
3	Meeting of Board of directors	17(2)	Yes			
4	Quorum of Board meeting	17(2A)	Yes			
5	Review of Compliance Reports	17(3)	Yes			
6	Plans for orderly succession for appointments	17(4)	Yes			
7	Code of Conduct	17(5)	Yes			
8	Fees/compensation	17(6)	Yes			
9	Minimum Information	17(7)	Yes			
10	Compliance Certificate	17(8)	Yes			

	Annexure II				
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	Risk Assessment & Management	17(9)	Yes		
12	Performance Evaluation of Independent Directors	17(10)	Yes		
13	Recommendation of Board	17(11)	Yes		
14	Maximum number of Directorships	17A	Yes		
15	Composition of Audit Committee	18(1)	Yes		
16	Meeting of Audit Committee	18(2)	Yes		
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes		
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes		
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes		
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes		

	Annexure II					
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	Role of Nomination and Remuneration Committee	19(4)	Yes			
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes			
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes			
24	Role of Stakeholders Relationship Committee	20(4)	Yes			
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes			
26	Meeting of Risk Management Committee	21(3A)	Yes			
27	Quorum of Risk Management Committee meeting	21(3B)	Yes			
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes			
29	Vigil Mechanism	22	Yes			
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes			

	Annexure II				
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.	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes		
32	Approval for material related party transactions	23(4)	Yes		
33	Disclosure of related party transactions on consolidated basis	23(9)	NA		
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA		
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA		
36	Alternate Director to Independent Director	25(1)	NA		
37	Maximum Tenure	25(2)	Yes		
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes		
39	Meeting of independent directors	25(3) & (4)	Yes		
40	Familiarization of independent directors	25(7)	Yes		

	Annexure II				
II.	I. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
41	Declaration from Independent Director	25(8) & (9)	Yes		
42	Directors and Officers insurance	25(10)	Yes		
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA		
44	Memberships in Committees	26(1)	Yes		
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes		
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes		
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes		
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA		
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes		
	Any other information to be provided - Add Notes				

	Annexure II		
	1	Name of signatory	Nikhil Malpani
ĺ	2	Designation	Company Secretary and Compliance Officer

	Annexure II			
ĺ	III.	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	NA	
		Any other information to be provided		

	Annexure II		
	1	Name of signatory	Nikhil Malpani
ĺ	2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Novartis India Limited has not given any 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) directly or indirectly to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them is in the economic interest of the Company. Therefore, this half yearly disclosure is not applicable.

	Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			
Number of cyber securi	Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event	

Signatory Details	
Name of signatory	Nikhil Malpani
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	19-04-2024

