



NESTLÉ NIGERIA PLC – FY 2023 CORPORATE GOVERNANCE
EVALUATION

Close Date: 02/02/2024

Export Date: 06/03/2024

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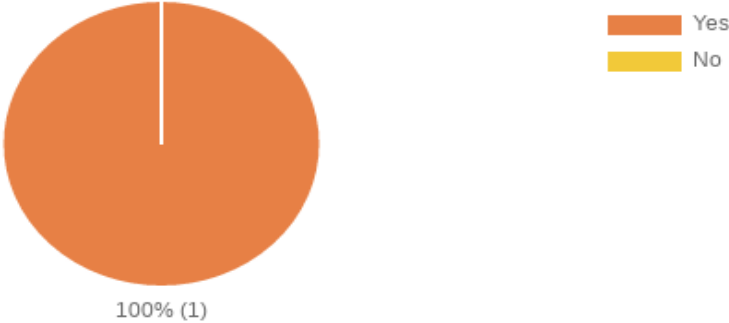
Please fill the following FY 2023 Corporate Governance Evaluation for Nestlé Nigeria Plc.

Please see attendance of directors at the link below

[ATTENDANCE OF DIRECTORS AT BOARD MEETINGS FY 2023.docx](#)

2023 Corporate Governance Evaluation (1)

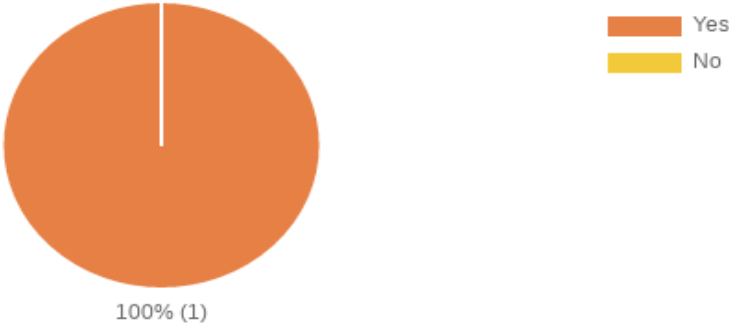
1. Is the Board composed of an adequate mix of qualifications, experiences and gender?



* Required

2023 Corporate Governance Evaluation (2)

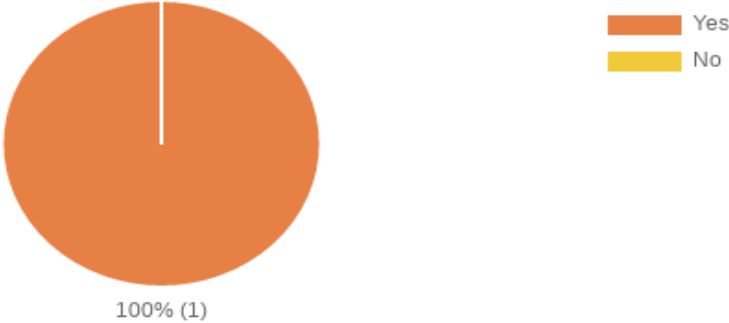
2. Is there a Board approved policy to promote diversity in its membership across a variety of attributes, including knowledge, skills, experience, age, culture and gender?



* Required

2023 Corporate Governance Evaluation (3)

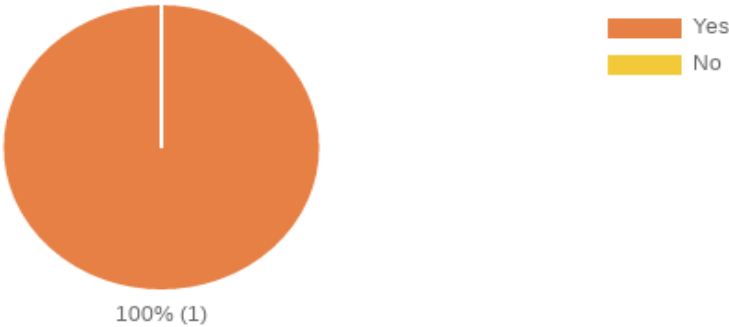
3. Does the Board have an approved Charter and is it reviewed from time to time?



* Required

2023 Corporate Governance Evaluation (4)

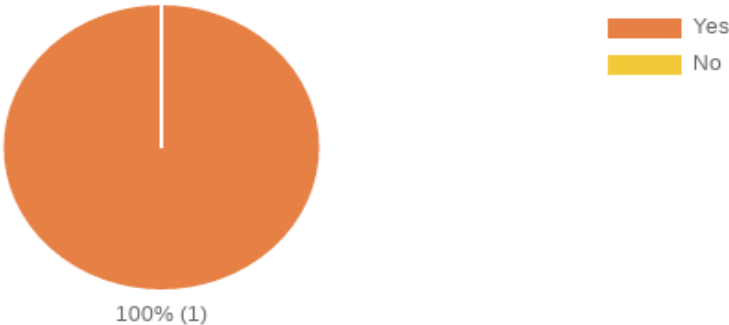
4. Are the Board Committee Terms of Reference set out in the Board approved Committee Charters and are they reviewed from time to time?



* Required

2023 Corporate Governance Evaluation (5)

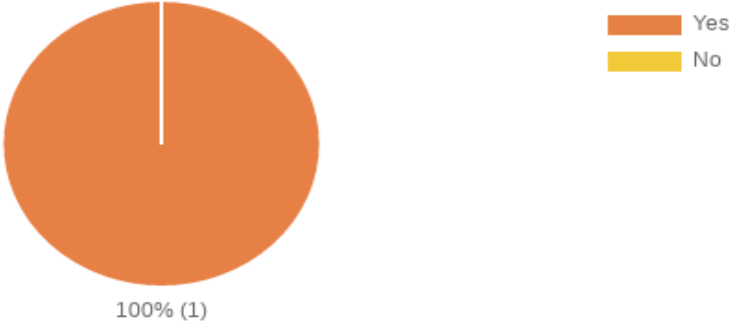
5. Does the Chairman of each Board Committee present written reports of key recommendations made at meetings held since the last Board meeting?



* Required

2023 Corporate Governance Evaluation (6)

6. Are the roles of Managing Director and Chairman of the Board exercised by different individuals?



* Required

2023 Corporate Governance Evaluation (7)

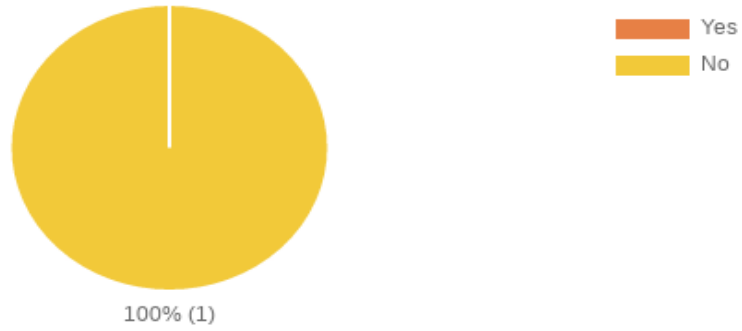
7. Is the Chairman a chair or member of any Board Committee?



* Required

2023 Corporate Governance Evaluation (8)

8. Was the Chairman an Executive Director of the Company?



* Required



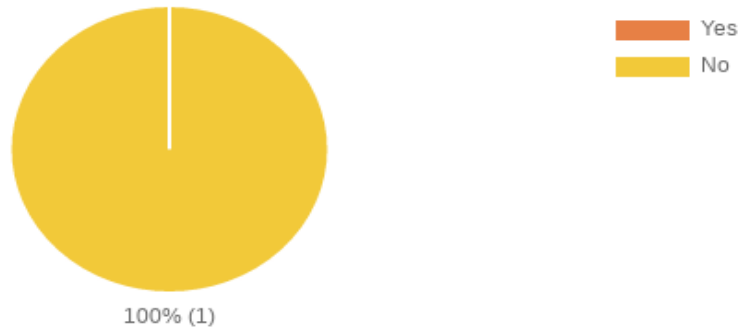
8a. If yes, when did his tenure as an Executive Director end?

No results are displayed for this question because none of the participants provided a response.

* Required

2023 Corporate Governance Evaluation (9)

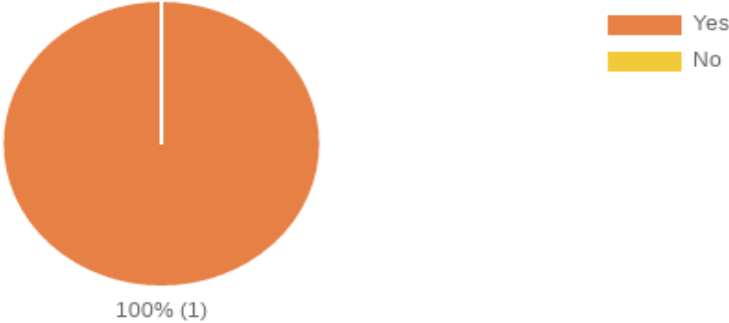
9. Is the Managing Director and/or any Executive Director a member of any Board Committee responsible for audit, remuneration, nomination and governance?



* Required

2023 Corporate Governance Evaluation (10)

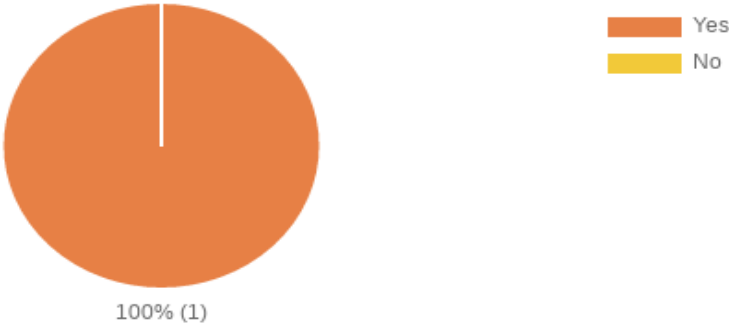
10. Are there Directors holding concurrent directorships on the Board of other Companies?



* Required

2023 Corporate Governance Evaluation (11)

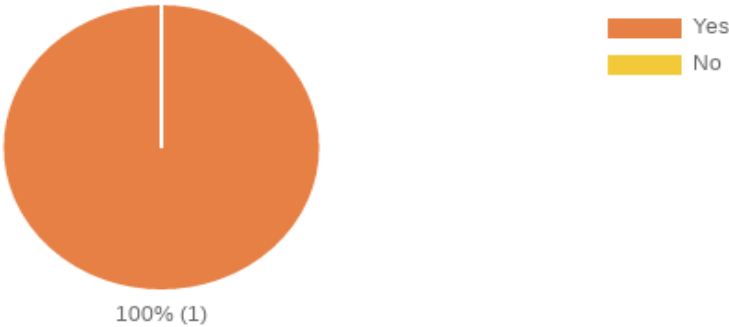
11. Is there a Board approved policy for the appointment of Directors?



* Required

2023 Corporate Governance Evaluation (12)

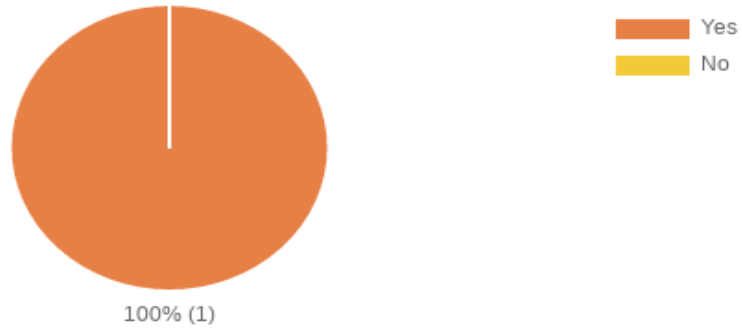
12. Were all Directors given Letters of Appointment or Contracts of Employment specifying the applicable terms and conditions of their appointment or employment?



* Required

2023 Corporate Governance Evaluation (13)

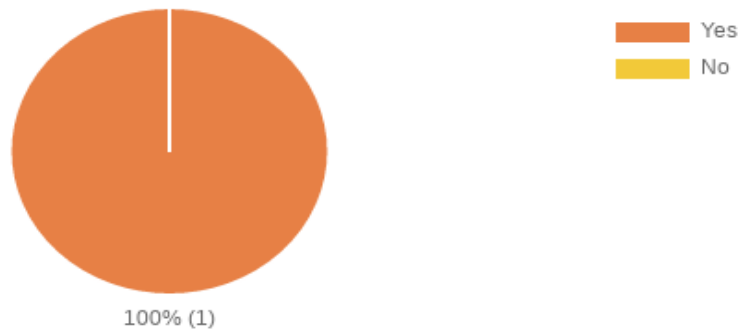
13. Were new Directors appointed during the period under review?



* Required



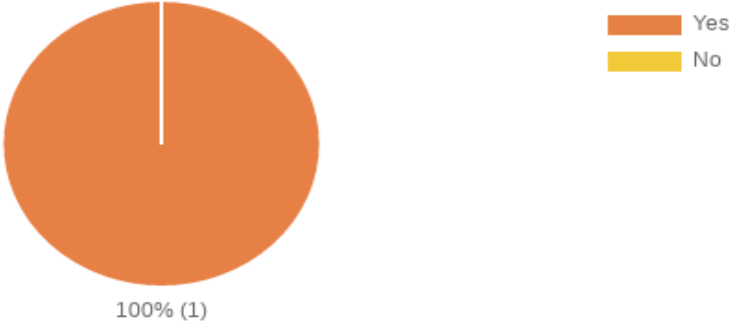
13a. If yes, was there a formal induction programme for the new Directors?



* Required

2023 Corporate Governance Evaluation (14)

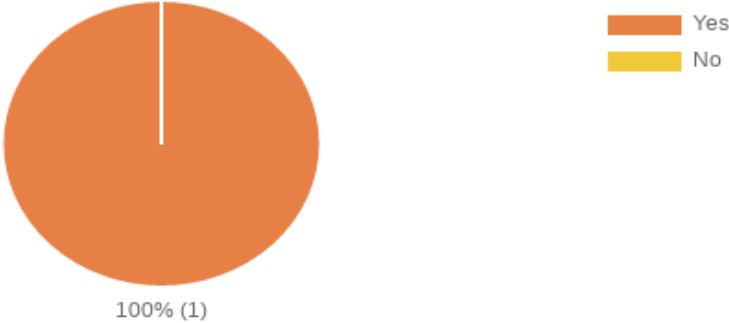
14. Were all Directors given the opportunity to attend relevant training to enable them perform effectively during the period under review?



* Required

2023 Corporate Governance Evaluation (15)

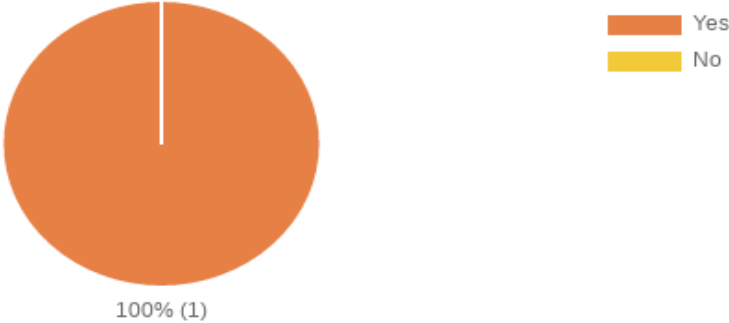
15. Do the INEDs meet all the criteria for independence stated under Section 7.2 of the NCCG 2018?



* Required

2023 Corporate Governance Evaluation (16)

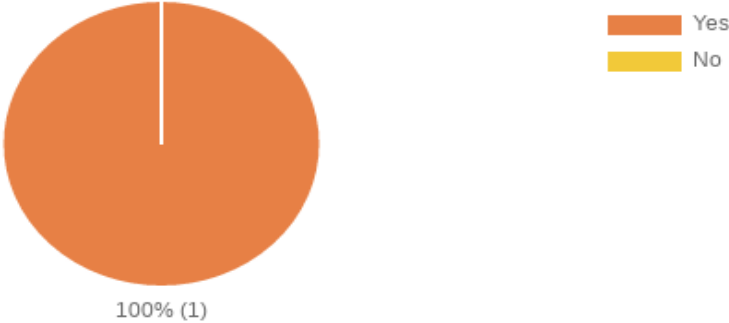
16. Is there a process for the Board to annually ascertain and reconfirm the independent status of each INED?



* Required

2023 Corporate Governance Evaluation (17)

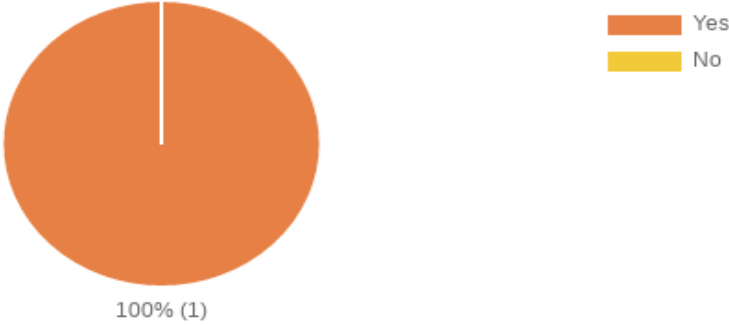
17. Is there a Board approved remuneration policy?



* Required

2023 Corporate Governance Evaluation (18)

18. Is the remuneration of Non-Executive Directors presented to shareholders for approval?



* Required

2023 Corporate Governance Evaluation (19)

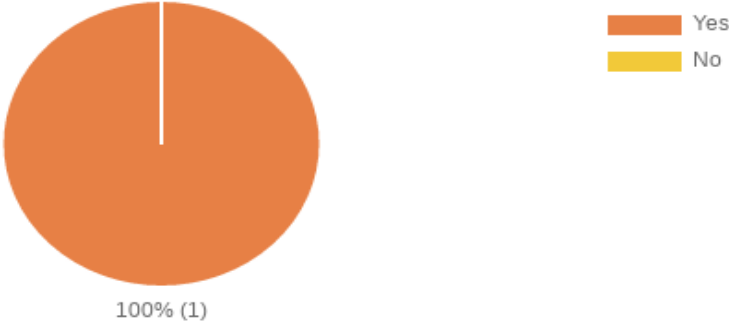
19. Do the Executive Directors or Company Secretary receive sitting allowance and/or Directors' fees?



* Required

2023 Corporate Governance Evaluation (20)

20. Is there a Board approved Claw-back Policy for Executive Management?



* Required

2023 Corporate Governance Evaluation (21)

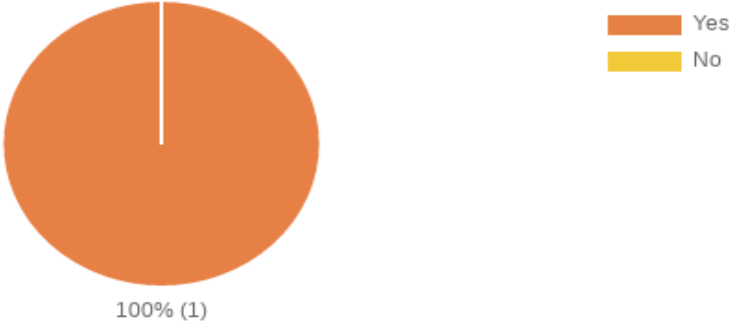
21. What is your rating of the qualification and experience of the Company Secretary?



* Required

2023 Corporate Governance Evaluation (22)

22. Does the Company Secretary have both functional and administrative reporting lines?



* Required

2023 Corporate Governance Evaluation (23)

23. What is the process for appointment and removal of the Company Secretary?

Participant	Response
Anonymous 1	The Board of Directors is entitled to appoint and remove the Company Secretary if the statutory preconditions are satisfied.

* Required

2023 Corporate Governance Evaluation (24)

24. How is the performance of the Company Secretary appraised?

Participant	Response
Anonymous 1	The performance of the Company Secretary is appraised by the Board of Directors.

* Required

2023 Corporate Governance Evaluation (25)

25. Confirm the attendance of Mr. David Ifezulike at the Board meetings



* Required

2023 Corporate Governance Evaluation (26)

26. Confirm the attendance of Mr. Gbenga Oyebode at the Board meetings



* Required

2023 Corporate Governance Evaluation (27)

27. Confirm the attendance of Mr. Wassim Elhousseini at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (28)

28. Confirm the attendance of Mr. Mauricio Alarcón at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (29)

29. Confirm the attendance of Mr. Martin Kruegel at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (30)

30. Confirm the attendance of Dr. Juliet Ehimuan at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (31)

31. Confirm the attendance of Mrs. Adebisi Lamikanra at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (32)

32. Confirm the attendance of Mr. Sarmad Saleem at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (33)

33. Confirm the attendance of Mr. Ibukun-Olu Ipinmoye at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (34)

34. Confirm the attendance of Mr. Namit Mishra at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (35)

35. Confirm the attendance of Mrs. Maryam Aliko Mohammed at the Board meeting and meetings of Committee(s)



* Required

2023 Corporate Governance Evaluation (36)

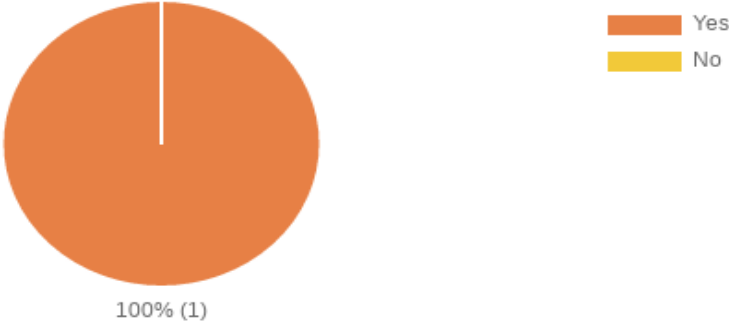
36. How many days prior notice was given to shareholders at the last AGM?

Participant	Response
Anonymous 1	30 days

* Required

2023 Corporate Governance Evaluation (37)

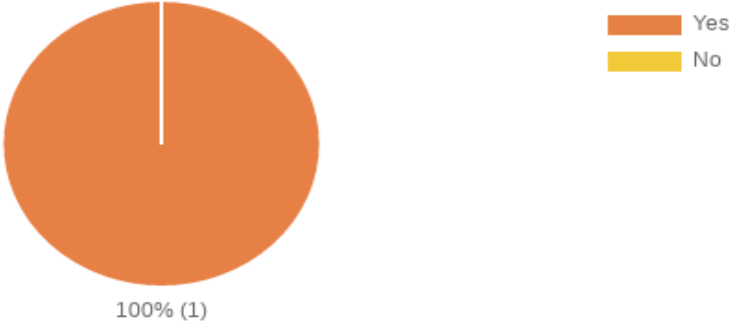
37. Is there a Board approved Shareholder Engagement Policy and is it hosted on the Company's website?



* Required

2023 Corporate Governance Evaluation (38)

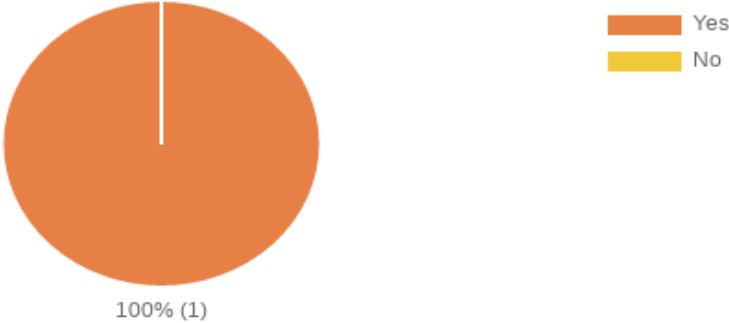
38. Is relevant information relating to the Company provided to the shareholders in a timely manner?



* Required

2023 Corporate Governance Evaluation (39)

39. Has the Code of Business Conduct and Ethics been communicated to all internal and external stakeholders?



* Required

2023 Corporate Governance Evaluation (40)

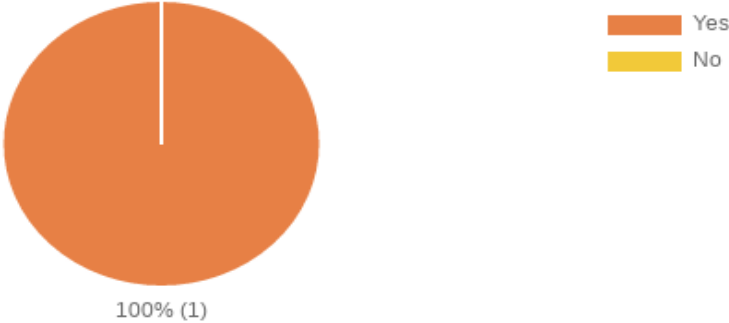
40. Was there any reported breach of the Code of Business Conduct and Ethics by internal or external stakeholders during the period under review?



* Required

2023 Corporate Governance Evaluation (41)

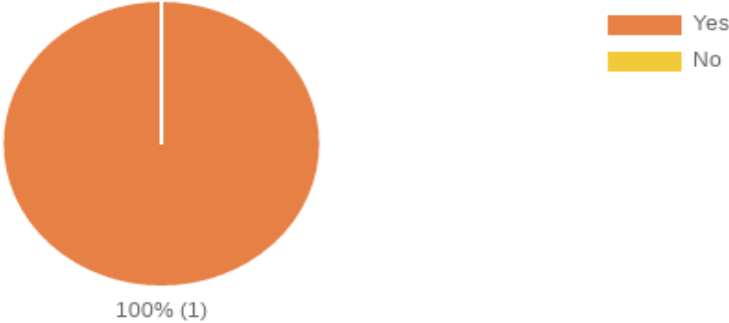
41. Is there a Board approved policy on Related Party Transactions and is its implementation monitored by management?



* Required

2023 Corporate Governance Evaluation (42)

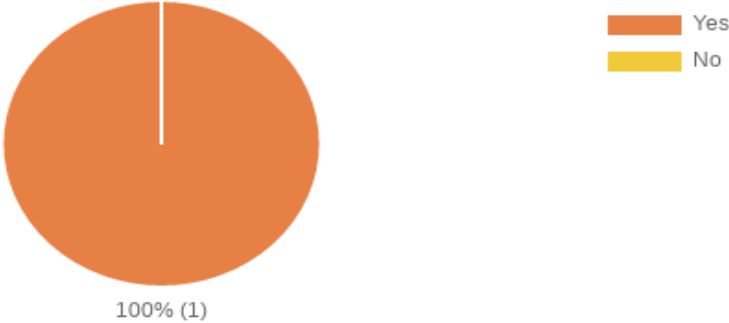
42. Is there a Board approved policy on insider trading and is compliance with the policy monitored by the Board?



* Required

2023 Corporate Governance Evaluation (43)

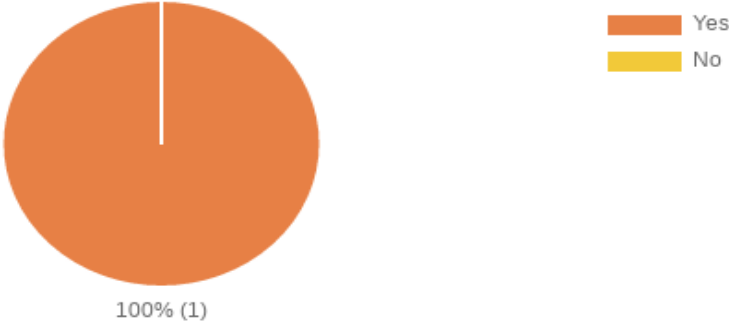
43. Is there a Board approved policy on Conflict of Interest and is compliance with the policy monitored by the Board?



* Required

2023 Corporate Governance Evaluation (44)

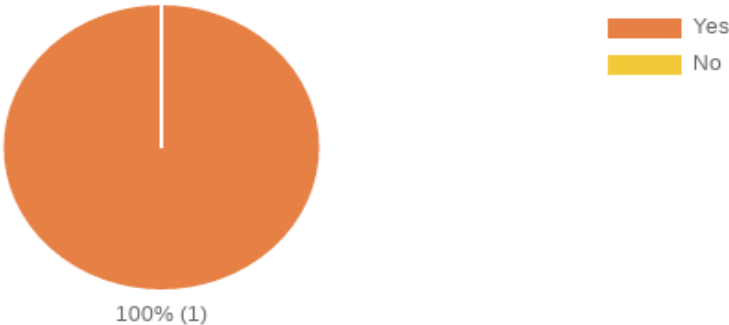
44. Do the Directors declare any conflict of interest on appointment, annually and as they occur?



* Required

2023 Corporate Governance Evaluation (45)

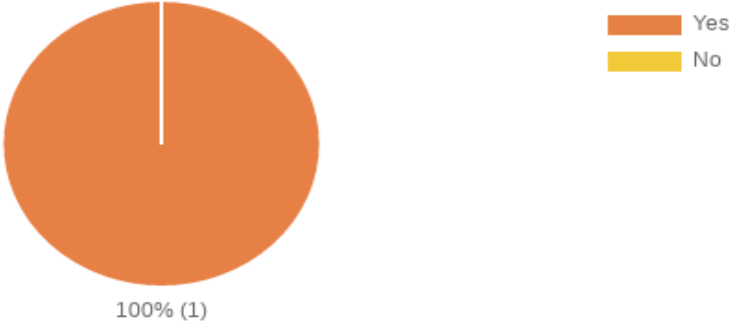
45. Is there a Board approved Information Technology Data Governance Framework to ensure the adequate mitigation of Information Technology assets and data risk?



* Required

2023 Corporate Governance Evaluation (46)

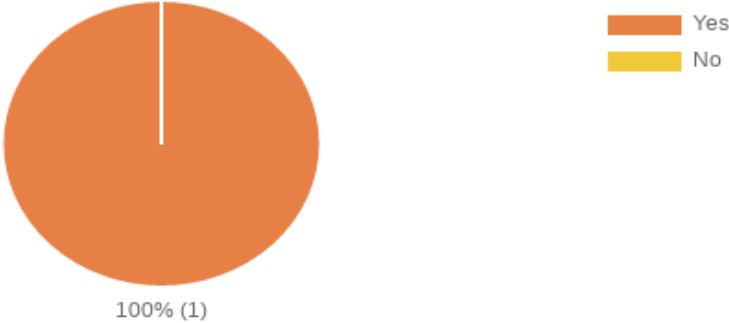
46. Is there a Board approved policy on sustainability and is compliance with the policy monitored by the Board?



* Required

2023 Corporate Governance Evaluation (47)

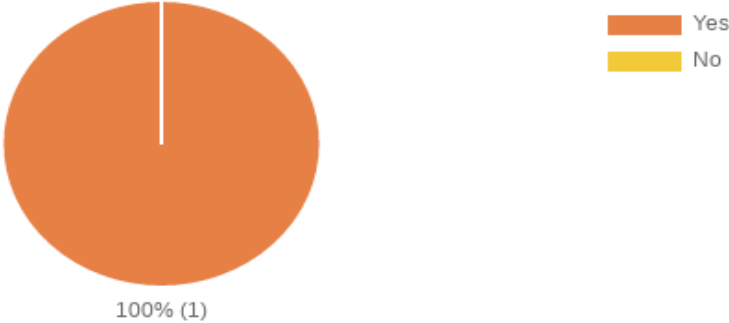
47. Is there a Board approved policy on diversity in the workplace and is compliance with the policy monitored by the Board?



* Required

2023 Corporate Governance Evaluation (48)

48. Is there a Board approved policy on stakeholder management and communication?



* Required