



**Procter & Gamble Hygiene  
and Health Care Limited**

Registered Office  
P&G Plaza  
Cardinal Gracias Road, Chakala  
Andheri (E), Mumbai 400 099  
(91-22) 2826 6000 phone  
(91-22) 6693 9696 fax  
www.pg.com

April 7, 2010

Bombay Stock Exchange Limited  
Department of Corporate Services  
Floor 1, Rotunda Building  
Dalal Street  
Mumbai 400 001

**Kind Attn:** - Mr. K. Gopalkrishnan  
Deputy General Manager

Dear Sir,

**Sub: Compliance Report as on March 31, 2010**

Pursuant to the revised clause 49 of the listing agreement enclosed herewith is the quarterly compliance report as on March 31, 2010.

Kindly take the above on record and acknowledge the same.

With best regards.  
Very truly yours,  
For *Procter & Gamble Hygiene and Health Care Limited*

*Deepak Acharya*  
Director

BOMBAY STOCK EXCHANGE LTD  
INWARD SECTION

08 APR 2010

CONTENTS ~~NOT~~ VERIFIED  
SIGN.....

### Quarterly Compliance Report on Corporate Governance

Name of the Company: Procter & Gamble Hygiene and Health Care Limited

Quarter ending on: March 31, 2010

<i>Particulars</i>	<i>Clause of Listing Agreements</i>	<i>Compliance Status (Yes/No)</i>	<i>Remarks</i>
1	2	3	4
<b>Board of Directors</b>	49 I		
(A) Composition of Board	49 (I A)	YES	
(B) Non-executive Directors' Compensation & disclosures	49 (I B)	YES	
(C) Other provisions as to Board and Committees	49 (I C)	YES	
(D) Code of Conduct	49 (I D)	YES	
<b>II Audit Committee</b>	49 II		
(A) Qualified & Independent Audit Committee	49 (II A)	YES	
(B) Meeting of Audit Committee	49 (II B)	YES	
(C) Powers of Audit Committee	49 (II C)	YES	
(D) Role of Audit Committee	49 (II D)	YES	
(E) Review of Information by Audit Committee	49( II E)	YES	
<b>III Subsidiary Companies</b>	49 (III)	N.A	No Subsidiaries
<b>IV Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)	YES	
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
<b>V CEO/CFO Certification</b>	49 (V)	YES	
<b>VI Report on Corporate Governance</b>	49(VI)	YES	Given for the financial year ended June 30, 2009
<b>VII Compliance</b>	49(VII)	YES	

Procter & Gamble Hygiene and Health Care Ltd.

Deepak Acharya  
Director