



Procter & Gamble Hygiene
and Health Care Limited
CIN: L24239MH1964PLC012971
Registered Office:
P&G Plaza
Cardinal Gracias Road, Chakala
Andheri (E), Mumbai 400 099
Tel: (91-22) 2826 6000
Fax: (91-22) 2826 7303
www.pg.com/en_IN

Fax Nos:- 22723121/2037/2041/2061

October 15, 2015

To,
The Corporate Relations Department
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

Ref:- Scrip Code:- 500459

Dear Sir / Madam,

Sub:- Quarterly Compliance Report under Clause 49 for the Quarter ended September 30, 2015

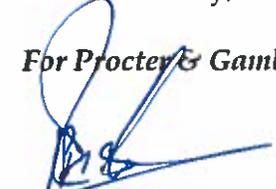
We are enclosing herewith the Quarterly Compliance Report under Clause 49 of the Listing Agreement for the Quarter ended September 30, 2015.

Kindly take the above on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Procter & Gamble Hygiene and Health Care Limited


Preeti Bismoi
Company Secretary



Encl: As Above



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Quarterly Compliance Report on Corporate Governance

Name of the Company : Procter & Gamble Hygiene and Health Care Limited
 Quarter ending on : September 30, 2015

<i>Particulars</i>	<i>Clause of Listing Agreements</i>	<i>Compliance Status (Yes/No)</i>	<i>Remarks</i>
1	2	3	4
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (II A)	YES	----
(B) Independent Directors	49 (II B)	YES	----
(C) Non-executive Directors' compensation & disclosures	49 (II C)	YES	----
(D) Other provisions as to Board and Committees	49 (II D)	YES	----
(E) Code of Conduct	49 (II E)	YES	----
(F) Whistle Blower Policy	49 (II F)	YES	----
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	YES	----
(B) Meeting of Audit Committee	49 (III B)	YES	----
(C) Powers of Audit Committee	49 (III C)	YES	----
(D) Role of Audit Committee	49 (III D)	YES	----
(E) Review of Information by Audit Committee	49(III E)	YES	----
IV. Nomination and Remuneration Committee	49 (IV)	YES	----
V. Subsidiary Companies	49 (V)	N.A	No Subsidiaries
VI. Risk Management	49(VI)	YES	----
VII. Related Party Transactions	49(VII)	YES	----
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	No material related party transactions foreseen for FY 2015-16





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(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	----
(C) Remuneration of Directors	49 (VIII C)	YES	----
(D) Management	49 (VIII D)	YES	----
(E) Shareholders	49 (VIII E)	YES	----
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A	----
IX. CEO/CFO Certification	49 (IX)	YES	----
X. Report on Corporate Governance	49(X)	YES	Given for the financial year ended June 30, 2015
XI. Compliance	49(XI)	YES	----

For Procter & Gamble Hygiene and Health Care Limited

Preeti Bishnoi
Company Secretary &
Compliance Officer

