

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Procter & Gamble Hygiene and Health Care Limited**
 2. Quarter ending - **31-Mar-2020**

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | Whether special resolution passed? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity | Memberships in Committees of the Company |
|----------------|----------------------|----------|------------|---|--------------|-----------------------------|---------------------|-------------------|--------|---------------|------------------------------------|------------------------------------|---|--|---|---|--|
| Mr. | Rajendra A. Shah | 00009851 | ABIPS1839C | ID,C & NED | | 20-Jul-1964 | 24-Sep-2019 | | 6 | 07-Jul-1931 | Yes | 27-Nov-2019 | 5 | 5 | 5 | 3 | AC,NRC |
| Mr. | Madhusudan Gopalan | 08158357 | AFFPM8828J | ED | MD | 01-Jul-2018 | 01-Jul-2018 | | | 06-Dec-1976 | NA | | 2 | 0 | 4 | 0 | AC,SC,RC |
| Mr. | Bansidhar S. Mehta | 00035019 | AADPM4552A | ID | | 11-Oct-1979 | 24-Sep-2019 | | 6 | 19-Sep-1935 | Yes | 27-Nov-2019 | 5 | 5 | 5 | 1 | AC |
| Mr. | Anil Kumar Gupta | 02588131 | AADPG4641C | ID | | 18-Jan-2013 | 24-Sep-2019 | | 6 | 22-Jul-194 | Yes | 27-Nov-2019 | 2 | 2 | 4 | 1 | AC,SC,RC,NRC |

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|-----|--------------------------|--------------|----------------|-----|--|---------------------|---------------------|--|----|-----------------------------|----|--|---|---|---|---|--|-------------|
| | | | | | | | | | | 6 | | | | | | | | |
| Mr. | Ghanas hyam Hegde | 0805 4712 | AIQPR 1554G | NED | | 09- May- 2019 | 09- May- 2019 | | | 18- Nov - 197 7 | NA | | 1 | 0 | 1 | 1 | | SC,NRC |
| Mr. | Karthik Nataraj an | 0668 5891 | AEFPN 4031F | NED | | 01- Oct- 2014 | 01- Oct- 2014 | | | 28- Jun- 197 7 | NA | | 2 | 0 | 0 | 0 | | RMC |
| Mr. | Pramod Agarwa l | 0006 6989 | AABPA 4929P | NED | | 08- May- 2015 | 08- May- 2015 | | | 25- Apr - 196 2 | NA | | 2 | 0 | 1 | 0 | | RMC |
| Ms. | Sonali Dhawa n | 0680 8527 | AQFPD 5541A | NED | | 07- May- 2014 | 07- May- 2014 | | | 18- Oct- 197 5 | NA | | 2 | 0 | 1 | 0 | | |
| Ms. | Meena Ganesh | 0052 8252 | ABPPG 1456L | ID | | 19- Mar- 2019 | 19- Mar- 2019 | | 12 | 31- Aug - 196 3 | NA | | 2 | 2 | 0 | 0 | | RMC |
| Mr. | Gagan Sawhne y | 0827 9568 | AHDPS 4134K | NED | | 24- Jan- 2019 | 24- Jan- 2019 | | | 13- Nov - 197 5 | NA | | 2 | 0 | 0 | 0 | | RMC,NR C |

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| Company Remarks | |
| Whether Regular chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

ii. Composition of Committees**a. Audit Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Rajendra A. Shah | ID,C & NED | Chairperson | 24-Sep-2014 | |
| 2 | Bansidhar S. Mehta | ID | Member | 24-Sep-2014 | |
| 3 | Anil Kumar Gupta | ID | Member | 24-Sep-2014 | |
| 4 | Madhusudan Gopalan | ED | Member | 01-Jul-2018 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Ghanashyam Hegde | NED | Chairperson | 09-May-2019 | |
| 2 | Anil Kumar Gupta | ID | Member | 24-Sep-2014 | |
| 3 | Madhusudan Gopalan | ED | Member | 01-Jul-2018 | |

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|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Madhusudan Gopalan | ED | Chairperson | 01-Jul-2018 | |
| 2 | Karthik Natarajan | NED | Member | 13-Nov-2017 | |
| 3 | Anil Kumar Gupta | ID | Member | 13-Nov-2017 | |
| 4 | Pramod Agarwal | NED | Member | 13-Nov-2017 | |
| 5 | Gagan Sawhney | NED | Member | 13-Nov-2017 | |
| 6 | Ghanashyam Hegde | NED | Member | 09-May-2019 | |
| 7 | Meena Ganesh | ID | Member | 21-Aug-2019 | |

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|---|--------------------|--------|--------|-------------|--|
| 8 | Prashant Bhatnagar | Member | Member | 13-Nov-2017 | |
|---|--------------------|--------|--------|-------------|--|

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|------------|------------------------|------------------|----------------|
| 1 | Anil Kumar Gupta | ID | Chairperson | 01-Oct-2014 | |
| 2 | Rajendra A. Shah | ID,C & NED | Member | 01-Oct-2014 | |
| 3 | Gagan Sawhney | NED | Member | 21-Aug-2019 | |
| 4 | Ghanashyam Hegde | NED | Member | 21-Aug-2019 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

iii. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 05-Nov-2019 | 12-Feb-2020 | Yes | 9 | 4 |

| | |
|---|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 98 |

iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee | Date(s) of meeting of the committee in the | Whether requirement of Quorum | Number of Directors present | Number of independent directors |
|-----------------------|--|--|-------------------------------|-----------------------------|---------------------------------|
|-----------------------|--|--|-------------------------------|-----------------------------|---------------------------------|

| | in the previous quarter | relevant quarter | met (Yes/No) | | present |
|-------------------------------------|--------------------------------|-------------------------|---------------------|---|----------------|
| Audit Committee | 05-Nov-2019 | | Yes | 4 | 3 |
| Audit Committee | | 12-Feb-2020 | Yes | 4 | 3 |
| Stakeholders Relationship Committee | 05-Nov-2019 | | Yes | 3 | 1 |
| Stakeholders Relationship Committee | | 12-Feb-2020 | Yes | 3 | 1 |
| Risk Management Committee | 05-Nov-2019 | | Yes | 8 | 2 |
| Risk Management Committee | | 12-Feb-2020 | Yes | 8 | 2 |
| Nomination & Remuneration Committee | | 12-Feb-2020 | Yes | 4 | 2 |

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|--|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 98 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

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| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | |
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. 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**
4. 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**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **Flavia Machado**
Designation : **Company Secretary & Compliance Officer**