

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 - **December 31, 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 Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Mr.	Chittranjan Dua	00036080	AACPD7256P	ID,C & NED		25-Aug-2020	25-Aug-2020		4	11-Mar-1951	NA		4	4	4	2	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.	Anil Kumar Gupta	02588131	AADPG4641C	ID		18-Jan-2013	24-Sep-2019		75	22-Jul-1946	Yes	27-Nov-2019	2	2	4	1	AC,SC,RC,NRC
Mr.	Ghanashyam Hegde	08054712	ABEPH1602E	NED		09-May-2019	09-May-2019			18-Nov-1977	NA		1	0	1	0	SC,RC,NRC
Mr.	Karthik Natarajan	06685891	AEFPN4031F	NED		01-Oct-2014	01-Oct-2014			28-Jun-1977	NA		2	0	0	0	RMC

Mr.	Pramod Agarwal	00066989	AABPA 4929P	NED		08-May-2015	08-May-2015			25-Apr-1962	NA		2	0	1	0	RMC
Mr.	Sonali Dhawan	06808527	AQFPD 5541A	NED		07-May-2014	07-May-2014			18-Oct-1975	NA		2	0	1	0	
Mr.	Meena Ganesh	00528252	ABPPG 1456L	ID		19-Mar-2019	19-Mar-2019	21		31-Aug-1963	NA		3	3	1	0	AC,RC
Ms.	Gagan Sawhney	08279568	AHDPS 4134K	NED		24-Jan-2019	24-Jan-2019			13-Nov-1975	NA		2	0	0	0	RMC,N RC
Ms.	Krishnamurthy Iyer	01726564	AAHPI0 149R	ID		10-Nov-2020	10-Nov-2020	2		22-May-1957	NA		1	1	0	0	

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

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Chittranjan Dua	ID,C & NED	Chairperson	24-Sep-2020	
2	Anil Kumar Gupta	ID	Member	24-Sep-2014	
3	Madhusudan Gopalan	ED	Member	01-Jul-2018	
4	Meena Ganesh	ID	Member	28-Apr-2020	

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	

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	Pramod Agarwal	NED	Member	13-Nov-2017	
4	Gagan Sawhney	NED	Member	13-Nov-2017	
5	Ghanashyam Hegde	NED	Member	09-May-2019	
6	Meena Ganesh	ID	Member	21-Aug-2019	
7	Anil Kumar Gupta	ID	Member	13-Nov-2017	
8	Prashant Bhatnagar	Member	Member	13-Nov-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration 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	Anil Kumar Gupta	ID	Chairperson	01-Oct-2014	
2	Gagan Sawhney	NED	Member	21-Aug-2019	
3	Ghanashyam Hegde	NED	Member	21-Aug-2019	
4	Chittranjan Dua	ID,C & NED	Member	24-Sep-2020	

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
25-Aug-2020	10-Nov-2020	Yes	8	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	76

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	25-Aug-2020		Yes	5	4
Audit Committee		10-Nov-2020	Yes	4	3
Stakeholders Relationship Committee		10-Nov-2020	Yes	3	1
Risk Management Committee	25-Aug-2020		Yes	8	2
Risk Management Committee		10-Nov-2020	Yes	7	2
Nomination & Remuneration Committee	25-Aug-2020		Yes	3	1

Nomination & Remuneration Committee		10-Nov-2020	Yes	4	2
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Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	76

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	

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**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

NIL

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