

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 - **30-Sep-2019**

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	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
Mr.	Bansidhar S. Mehta	00035019	AADPM4552A	ID		11-Oct-1979	29-Sep-2019		1	19-Sep-1935	5	5	5	1
Mr.	Madhusudan Gopalan	08158357	AFFPM8828J	ED	MD	01-Jul-2018	01-Jul-2018			06-Dec-1976	2	0	4	0
Mr.	Rajendra A. Shah	00009851	ABIP S1839C	ID,C & NED		20-Jul-1964	29-Sep-2019		1	07-Jul-1931	5	5	5	3
Mr.	Anil Kumar Gupta	02588131	AADPG4641C	ID		18-Jan-2013	29-Sep-2019		1	22-Jul-1946	2	2	4	1
Mr.	Ghanashyam Hegde	08054712	AIQPR1554G	NED		09-May-2019	09-May-2019			18-Nov-1977	1	0	1	1
Mr.	Karthik Natarajan	06685891	AEF PN4031F	NED		01-Oct-2014	01-Oct-2014			28-Jun-1977	2	0	0	0
Mr.	Pramod Agarwal	00066989	AABPA4929P	NED		08-May-2015	08-May-2015			25-Apr-1962	2	0	1	0
Ms.	Sonali Dhawan	06808527	AQFPD5541A	NED		07-May-2014	07-May-2014			18-Oct-1975	2	0	1	0
Mr.	Gagan Sawhney	08279568	AHDPS4134K	NED		24-Jan-2019	24-Jan-2019			13-Nov-1975	2	0	0	0
Ms.	Meena Ganesh	00528252	ABPPG1456L	ID		19-Mar-2019	19-Mar-2019		6	31-Aug-1963	2	2	0	0

Company Remarks	
Whether Regular 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	Madhusudan Gopalan	ED	Member	01-Jul-2018	
2	Rajendra A. Shah	ID,C & NED	Chairperson	01-Oct-2014	
3	Bansidhar S. Mehta	ID	Member	01-Oct-2014	
4	Anil Kumar Gupta	ID	Member	01-Oct-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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	
8	Prashant Bhatnagar	Member	Member	13-Nov-2017	

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
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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	
5	Karthik Natarajan	NED	Member	01-Oct-2014	21-Aug-2019

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
08-May-2019	21-Aug-2019	Yes	9	4
Company Remarks				
Maximum gap between any two consecutive (in number of days)		104		

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	08-May-2019		Yes	4	3
Audit Committee		21-Aug-2019	Yes	4	3
Nomination & Remuneration Committee	08-May-2019		Yes	2	2
Nomination & Remuneration Committee		21-Aug-2019	Yes	3	2
Stakeholders Relationship Committee	08-May-2019		Yes	3	1
Stakeholders Relationship Committee		21-Aug-2019	Yes	3	1
Risk Management Committee	08-May-2019		Yes	6	1
Risk Management Committee		21-Aug-2019	Yes	7	1
Company Remarks					
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]		104			

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**
 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**