



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  
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**Fax Nos:- 22723121/2037/2041/2061**

January 7, 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:- Shareholding Pattern under Clause 35 of the Listing Agreement for the Quarter ended December 31, 2014**

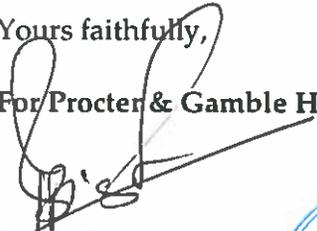
We are enclosing herewith the Shareholding Pattern under Clause 35 of the Listing Agreement for the Quarter ended December 31, 2014.

Kindly take the above on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Procter & Gamble Hygiene and Health Care Limited

  
Preeti Bishnoi  
Company Secretary



Encl: As Above

**Introductory sub-table (I)(a)**

<b>Name of the Company: PROCTER &amp; GAMBLE HYGIENE AND HEALTH CARE LIMITED</b>			
<b>Scrip Code: 500459 (BSE)</b>			
<b>Scrip Code: PGHH (NSE)</b>			
<b>Class of security: Equity Shares</b>			
<b>Quarter ended: December 31, 2014</b>			
<b>Partly paid-up shares:-</b>	<b>No. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares</b>	<b>As a % of total no. of shares of the company</b>
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Outstanding convertible securities:-</b>	<b>No. of outstanding securities</b>	<b>As a % of total no. of outstanding convertible securities</b>	<b>As a % of total no. of shares of the company, assuming full conversion of the convertible securities</b>
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Warrants:-</b>	<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>	<b>As a % of total no. of shares of the company, assuming full conversion of warrants</b>
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities</b>			
<b>32,460,736 Equity Shares of Rs.10/- each amounting to Rs.324,607,360/-</b>			



**Statement Showing Shareholding Pattern**

**Table (I)(a)**

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/(IV)* 100
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>							
<b>1</b>	<b>Indian</b>							
(a)	Individuals/ Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	619683	619683	1.91	1.91	0	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	<b>Sub Total(A)(1)</b>	<b>1</b>	<b>619683</b>	<b>619683</b>	<b>1.91</b>	<b>1.91</b>	<b>0</b>	<b>0.00</b>
<b>2</b>	<b>Foreign</b>							
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	2	22310090	22310090	68.73	68.73	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	<b>Sub Total(A)(2)</b>	<b>2</b>	<b>22310090</b>	<b>22310090</b>	<b>68.73</b>	<b>68.73</b>	<b>0</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>3</b>	<b>22929773</b>	<b>22929773</b>	<b>70.64</b>	<b>70.64</b>	<b>0</b>	<b>0.00</b>
<b>(B)</b>	<b>Public shareholding</b>							
<b>1</b>	<b>Institutions</b>							
(a)	Mutual Funds/ UTI	64	2809589	2806918	8.66	8.66	N.A.	N.A.
(b)	Financial Institutions / Banks	28	63310	60950	0.20	0.20	N.A.	N.A.
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	N.A.	N.A.
(d)	Venture Capital Funds	0	0	0	0.00	0.00	N.A.	N.A.
(e)	Insurance Companies	4	870334	870334	2.68	2.68	N.A.	N.A.
(f)	Foreign Institutional Investors	38	649196	648653	2.00	2.00	N.A.	N.A.
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	N.A.	N.A.
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	N.A.	N.A.
(i)	Any Other (specify)	0	0	0	0.00	0.00	N.A.	N.A.
	<b>Sub-Total (B)(1)</b>	<b>134</b>	<b>4392429</b>	<b>4386855</b>	<b>13.53</b>	<b>13.53</b>	<b>N.A.</b>	<b>N.A.</b>



<b>B 2</b>	<b>Non-institutions</b>								
(a)	Bodies Corporate	503	872600	865337	2.69	2.69	N.A.	N.A.	
(b)	Individuals						N.A.	N.A.	
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	23234	3672467	3160893	11.31	11.31	N.A.	N.A.	
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	21	361315	361315	1.11	1.11	N.A.	N.A.	
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00	N.A.	N.A.	
(d)	Any Other (specify)						N.A.	N.A.	
	1. Clearing Members	92	8649	8649	0.03	0.03	N.A.	N.A.	
	2. HUF	69	18912	13037	0.06	0.06	N.A.	N.A.	
	3. Foreign National	1	190	190	0.00	0.00	N.A.	N.A.	
	4. N R I	277	22169	22139	0.07	0.07	N.A.	N.A.	
	5. N R N	244	100046	95058	0.31	0.31	N.A.	N.A.	
	6. Director/Relatives	6	17393	17326	0.05	0.05	N.A.	N.A.	
	7. Trust	5	693	693	0.00	0.00	N.A.	N.A.	
	8. Foreign Portfolio Investor (Corporate)	5	64100	64100	0.20	0.20	N.A.	N.A.	
	<b>Sub-Total (B)(2)</b>	<b>24457</b>	<b>5138534</b>	<b>4608737</b>	<b>15.83</b>	<b>15.83</b>	<b>0</b>	<b>0.00</b>	
(B)	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>24591</b>	<b>9530963</b>	<b>8995592</b>	<b>29.36</b>	<b>29.36</b>	<b>0</b>	<b>0.00</b>	
	<b>TOTAL (A)+(B)</b>	<b>24594</b>	<b>32460736</b>	<b>31925365</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	
(C)	Shares held by Custodians and against which Depository Receipts have been issued								
1	Promoter and Promoter Group	0	0	0	0.00	0.00	0	0.00	
2	Public	0	0	0	0.00	0.00	0	0.00	
	<b>Sub-Total (C)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>24594</b>	<b>32460736</b>	<b>31925365</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	



**(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Promoter and Promoter Group”**

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percent age	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	$(VI) = \frac{(V)}{(III)} \times 100$	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	PROCTER AND GAMBLE ASIA HOLDING BV	21221953	65.38	0	0.00	0.00	0	0.00	0	0.00	65.38
2	ROSEMOUNT LLC	1088137	3.35	0	0.00	0.00	0	0.00	0	0.00	3.35
3	TEMPLE TREES IMPEX & INVESTMENT PVT LTD	619683	1.91	0	0.00	0.00	0	0.00	0	0.00	1.91
<b>TOTAL</b>		<b>22929773</b>	<b>70.64</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>70.64</b>

(\* The term “encumbrance” has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011



**(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares**

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	HDFC TRUSTEE COMPANY LIMITED-HDFC EQUITY FUND	1533037	4.72	0	0	0	0	4.72
2	SBI EMERGING BUSINESSES FUND	612812	1.89	0	0	0	0	1.89
3	GENERAL INSURANCE CORPORATION OF INDIA	517195	1.59	0	0	0	0	1.59
<b>TOTAL</b>		<b>2663044</b>	<b>8.20</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>8.20</b>



**(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Not Applicable		0.00	0	0	0	0	0.00
<b>TOTAL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	Not Applicable	0	0.00
<b>TOTAL</b>		0	0.00



(II)(a) Statement showing details of Depository Receipts (D)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above]
1	Not Applicable	0	0	0.00
<b>TOTAL</b>		<b>0</b>	<b>0</b>	<b>0.00</b>



**(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares**

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	Not Applicable	0	0	0.00
<b>TOTAL</b>			<b>0</b>	<b>0.00</b>

