



**Procter & Gamble Hygiene
and Health Care Limited**
Registered Office
P&G Plaza
Cardinal Gracias Road, Chakala
Andheri (E), Mumbai 400 099
(91-22) 2826 6000 phone
(91-22) 6693 9696 fax
www.pg.com

January 17, 2012

To,
The Corporate Relations Department
The Bombay Stock Exchange Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001.

Fax Nos:- 22723121/2037/2041/2061

Sub:- Shareholding Pattern under Clause 35 for the Quarter ended December 31, 2011.

Ref:- Scrip Code:- 500459 / Scrip ID:- PNG

Dear Sir / Madam,

We are enclosing herewith the Shareholding Pattern under Clause 35 of the Listing Agreement for the Quarter ended December 31, 2011.

Kindly take the above on record and acknowledge the receipt.

Thanking you,
Yours faithfully,

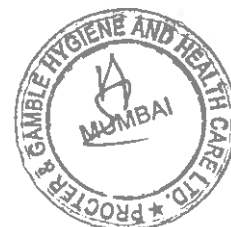
For Procter & Gamble Hygiene and Health Care Limited


Amit Vyas
Director

Name of the Company: PROCTER & GAMBLE HYGIENE AND HEALTH CARE LIMITED			
Scrip Code : 500459 (BSE)			
Scrip Code : PGHH (NSE)			
Classes of Security: Equity Shares			
Quarter ended: December 31, 2011			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total - D	0	0	0
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total - E	0	0	0
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total - F	0	0	0
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities		32,460,736 Equity Shares of Rs.10/- each amounting to Rs. 324,607,360/-	



Statement Showing Shareholding Pattern								
Name of the Company: Procter & Gamble Hygiene and Health Care Limited								
Script Code: 500451								
Quarter Ended : December 31, 2011								
Category code	Category of Shareholder	Number of Shareholders	Table (I)(a)		Total shareholding as a percentage		Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialized form	As a percentage of (A+B) ¹	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
(A)	Shareholding of Promoter and Promoter Group							
1	Indian							
(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
	Sub Total(A)(1)	1	619683	619683	1.91	1.91	0	0.00
2	Foreign							
a	Individuals (Non-Residents 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	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(2)	2	22310090	22310090	68.73	68.73	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	3	22929773	22929773	70.64	70.64	0	0.00
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	25	2242294	2239623	6.91	6.91	0	0.00
(b)	Financial Institutions/ Banks	30	188788	186353	0.58	0.58	0	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00
(e)	Insurance Companies	4	928335	928335	2.86	2.86	0	0.00
(f)	Foreign Institutional Investors	28	756085	755542	2.33	2.33	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Any Other (Trust)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (B)(1)	87	4115502	4109853	12.68	12.68	0	0.00
B 2	Non-institutions							
(a)	Bodies Corporate	479	879418	871418	2.71	2.71	0	0.00
(b)	Individuals	0	0	0	0.00	0	0	0.00
I	Individuals - i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	22048	3906052	3235843	12.03	12.03	0	0.00
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	21	482198	482198	1.49	1.49	0	0.00
(c)	Any Other (specify)							
1.	Clearing Member	93	3354	3354	0.01	0.01	0	0.00
2.	HUF	86	22657	16782	0.07	0.07	0	0.00
3.	Foreign National	1	9	9	0.00	0.00	0	0.00
4.	NRI	253	23716	23506	0.07	0.07	0	0.00
5.	NRN	201	82304	76622	0.25	0.25	0	0.00
6.	Directors/ Relatives	7	15384	112	0.05	0.05	0.00	0.00
7.	Trust	4	369	369	0.00	0	0	0.00
	Sub-Total (B)(2)	23193	5415461	4710213	16.68	16.68	0	0.00
	Total Public Shareholding B = (B)(1)+(B)(2)	23280	9530963	8820066	29.36	29.36	0	0
	TOTAL (A) + (B)	23283	32460736	31749839	100.00	100.00	0	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0	0	0.00	0	0.00
2	Public	0	0	0	0	0.00	0	0
	Sub-Total (C)	0	0	0	0	0	0	0
	GRAND TOTAL (A)+(B)+(C)	23283	32460736	31749839	100.00	100.00	0	0.00



(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 percentage	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)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	PROCTER AND GAMBLE ASIA HOLDING BV	21221953	65.38	0	0.00	0.00	0	0	0	0	0
2	ROSEMOUNT CORPORATION	1088137	3.35	0	0.00	0.00	0	0	0	0	0
3	TEMPLE TREES IMPEX & INVESTMENT PVT LTD	619683	1.91	0	0.00	0.00	0	0	0	0	0
	TOTAL	22929773	70.64	0	0.00	0.00	0	0	0	0	0

(*) 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 TOP 200 FUND- AAATH1890A	1557116	4.80	0	0	0	0	0
2	GENERAL INSURANCE CORPORATION OF INDIA	517195	1.59	0	0	0	0	0
TOTAL		2074311	6.39	0	0	0	0	0



(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	0	0	0	0	0	0
2	NOT APPLICABLE	0	0	0	0	0	0	0
TOTAL		0	0	0	0	0	0	0



(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
TOTAL		0	0.00



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

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	N.A.	0	0	0
TOTAL		0	0	0.00



(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	N.A.	0	0	0
TOTAL		0	0	0

