

Quarterly Compliance Report on Corporate Governance

Name of the Company: Procter & Gamble Hygiene and Health Care Limited

Quarter ending on: March 31, 2011

<i>Particulars</i>	<i>Clause of Listing Agreements</i>	<i>Compliance Status (Yes/No)</i>	<i>Remarks</i>
1	2	3	4
I Board of Directors	49 I		
(A) Composition of Board	49 (I A)	YES	
(B) Non-executive Directors' Compensation & disclosures	49 (I B)	YES	
(C) Other provisions as to Board and Committees	49 (I C)	YES	
(D) Code of Conduct	49 (I D)	YES	
II Audit Committee	49 II		
(A) Qualified & Independent Audit Committee	49 (II A)	YES	
(B) Meeting of Audit Committee	49 (II B)	YES	
(C) Powers of Audit Committee	49 (II C)	YES	
(D) Role of Audit Committee	49 (II D)	YES	
(E) Review of Information by Audit Committee	49(II E)	YES	
III Subsidiary Companies	49 (III)	N.A	No Subsidiaries
IV Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)	YES	
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
V CEO/CFO Certification	49 (V)	YES	
VI Report on Corporate Governance	49(VI)	YES	Given for the financial year ended June 30, 2010
VII Compliance	49(VII)	YES	