



**Gillette India Limited**  
CIN : L28931MH1984PLC267130  
Regd Office  
P&G Plaza, Cardinal Gracias Road,  
Chakala, Andheri (E),  
Mumbai 400 099  
Tel : 91-22-2826 6000  
Fax : 91-22-2826 7337  
[www.pg.com/en\\_IN](http://www.pg.com/en_IN)

November 27, 2019

To,  
The BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001  
Ref:- Scrip Code:- 507815

To,  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051  
Ref:- Scrip Code:- GILLETTE

Dear Sir/Madam,

**Sub:- Disclosure of Voting Results of the 35<sup>th</sup> Annual General Meeting of Shareholders held on November 26, 2019**

We would like to inform you that the 35<sup>th</sup> Annual General Meeting of the Company was held on November 26, 2019 at 11.00 a.m. at Y. B. Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Mumbai 400 021.

In this respect, please find enclosed below:

1. Voting results in respect of the business conducted at the Annual General Meeting, as required under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015; and
2. Scrutinizers Report

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,  
For Gillette India Limited

  
Flavia Machado  
Authorized Signatory



GILLETTE INDIA LIMITED	
DATE OF AGM	26-Nov-19
Total number of shareholders on record date	30481
No. of shareholders present in the meeting either in person or through proxy:	90
Promoters and Promoter Group:	2
Public:	88
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution No.	1										
Statements of the Comp Whether promoter/ promoter group are interested in the agenda/resolution?	To receive, consider and adopt the Audited Balance Sheet as at June 30, 2019 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the Reports of the Auditors and Directors thereon. (Ordinary Resolution)										
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100				
Promoter and Promoter Group	E-Voting	24437803	100.00	24437803	0	0.00	0.00				0.00
	Poll	0	0.00	0	0	0.00	0.00				0.00
	Postal Ballot (if applicable)	24437803	0	0	0	0.00	0.00				0.00
Public- Institutions	Total	24437803	100.00	24437803	0	100.00	0.00				0.00
	E-Voting	3719677	98.33	3719677	0	100.00	0.00				0.00
	Poll	0	0.00	0	0	0.00	0.00				0.00
Public- Non Institutions	Postal Ballot (if applicable)	3782752	0	0	0	0.00	0.00				0.00
	Total	3719677	98.33	3719677	0	100.00	0.00				0.00
	E-Voting	155309	3.56	155302	7	100.00	0.00				0.00
Public- Non Institutions	Poll	961	0.02	953	8	0.00	0.00				0.00
	Postal Ballot (if applicable)	4364662	0	0	0	0.00	0.00				0.00
	Total	156270	3.58	156255	15	99.99	0.01				0.01
Total	32585217	28313750	86.8914	28313735	15	100.00	0.00				0.00



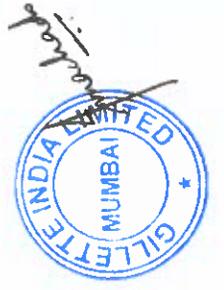
GILLETTE INDIA LIMITED	
DATE OF AGM	26-Nov-19
Total number of shareholders on record date	30481
No. of shareholders present in the meeting either in person or through proxy:	90
Promoters and Promoter Group:	2
Public:	88
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution No.	2 To declare Final Dividend for the Financial Year ended June 30, 2019. (Ordinary Resolution)										
Statements of the Comp Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Category			24437803	100.00	24437803	0	0.00	0.00			
				0.00		0	0.00	0.00			
Promoter and Promoter Group		24437803		0		0	0.00	0.00			
			24437803	100.00	24437803	0	100.00	0.00			
			3719677	98.33	3719677	0	100.00	0.00			
		3782752		0.00		0	0.00	0.00			
Public- Institutions				0		0	0.00	0.00			
			3719677	98.33	3719677	0	100.00	0.00			
			155347	3.56	155340	7	100.00	0.00			
			961	0.02	953	8	0.00	0.00			
		4364662		0		0	0.00	0.00			
Public- Non Institutions			156308	3.58	156293	15	99.99	0.01			
			28313788	86.8915	28313773	15	100.00	0.00			
		32585217									



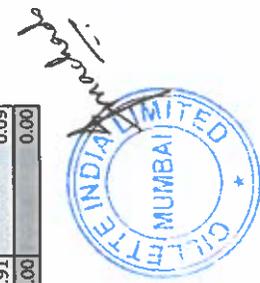
<b>GILLETTE INDIA LIMITED</b>	
<b>DATE OF AGM</b>	26-Nov-19
<b>Total number of shareholders on record date</b>	30481
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	90
<b>Promoters and Promoter Group:</b>	2
<b>Public:</b>	88
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NOT APPLICABLE
<b>Promoters and Promoter Group:</b>	NOT APPLICABLE
<b>Public:</b>	NOT APPLICABLE

Resolution No.	To appoint a Director in place of Mr. KarthikNatarajan (DIN 06685891), who retires by rotation and being eligible, offers himself forre-appointment. (Ordinary Resolution)									
Statements of the Comp Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes -- in favour (4)	No. of Votes -- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Category	E-Voting		24437803	100.00	24437803	0	0.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		24437803	0	0	0	0.00	0.00		
Promoter and Promoter Group	Total		24437803	100.00	24437803	0	100.00	0.00		
	E-Voting		3719677	98.33	3306283	413394	88.89	11.11		
	Poll		0	0.00	0	0	0.00	0.00		
Public- Institutions	Postal Ballot (if applicable)		3782752	0	0	0	0.00	0.00		
	Total		3719677	98.33	3306283	413394	88.89	11.11		
	E-Voting		155249	3.56	155191	58	99.96	0.04		
Public- Non Institutions	Poll		4364662	0.00	953	8	0.00	0.00		
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
	Total		156210	3.56	156144	66	99.96	0.04		
	Total		2833690	86.8912	27900230	413460	98.54	1.46		



<b>GILLETTE INDIA LIMITED</b>	
<b>DATE OF AGM</b>	26 Nov 19
<b>Total number of shareholders on record date</b>	30481
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	90
<b>Promoters and Promoter Group:</b>	2
<b>Public:</b>	88
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NOT APPLICABLE
<b>Promoters and Promoter Group:</b>	NOT APPLICABLE
<b>Public:</b>	NOT APPLICABLE

Resolution No.	4										
Statements of the Comp	To appoint Ms. Anjuly Chitb Duggal as an independent Director of the Company.										
Whether promoter/ promoter group are interested in the agenda/resolution?	(Ordinary Resolution)										
	No										
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held [1]</b>	<b>No. of votes polled [2]</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes - in favour (4)</b>	<b>No. of Votes - against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]* 100</b>			
Promoter and Promoter Group	E-Voting		24437803	100.00	24437803	0	0.00	0.00			
	Poll		0	0.00	0	0	0.00	0.00			
	Postal Ballot (if applicable)	24437803	0	0.00	0	0	0.00	0.00			
Public- Institutions	Total		24437803	100.00	24437803	0	100.00	0.00			
	E-Voting		3719677	98.33	3719677	0	100.00	0.00			
	Poll	3782752	0	0.00	0	0	0.00	0.00			
Public- Non Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total		3719677	98.33	3719677	0	100.00	0.00			
	E-Voting		155224	3.56	155091	133	99.91	0.09			
Total	Poll	4364662	961	0.02	953	8	0.00	0.00			
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total		156185	3.58	156044	141	99.91	0.09			
<b>Total</b>		<b>32585217</b>	<b>28313665</b>	<b>86.8911</b>	<b>28313524</b>	<b>141</b>	<b>100.00</b>	<b>0.00</b>			



<b>GILLETTE INDIA LIMITED</b>	
DATE OF AGM	26-Nov-19
Total number of shareholders on record date	30481
No. of shareholders present in the meeting either in person or through proxy:	90
Promoters and Promoter Group:	2
Public:	88
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution No.	5 To re-appoint Mr. BansidharSunderlalMentia as an Independent Director of theCompany. (SpecialResolution)									
Statements of the Comp Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Category			24437803	100.00	24437803	0	0	0.00	0.00	
	E-Voting			0.00		0		0.00	0.00	
	Poll	24437803								
	Postal Ballot (if applicable)			0.00		0		0.00	0.00	
Promoter and Promoter Group	Total		24437803	100.00	24437803	0	0	100.00	0.00	
	E-Voting		155524	4.11	155086	438		99.72	0.28	
	Poll	3782752		0.00		0		0.00	0.00	
	Postal Ballot (if applicable)			0.00		0		0.00	0.00	
Public- Institutions	Total		155524	4.11	155086	438		99.72	0.28	
	E-Voting		3719677	85.22	3287011	432666		88.37	11.63	
	Poll	4364662		0.02		952		0.00	0.00	
	Postal Ballot (if applicable)			0.00		0		0.00	0.00	
Public- Non Institutions	Total		3720638	85.24	3287963	432675		88.37	11.63	
	Total	32585217	28313965	86.8921	27880852	433113		98.47	1.53	





GILLETTE INDIA LIMITED	
DATE OF AGM	26-Nov-19
Total number of shareholders on record date	30481
No. of shareholders present in the meeting either in person or through proxy:	90
Promoters and Promoter Group:	2
Public:	88
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution No.	7									
Statements of the Comp	To re-appoint Mr. Gurcharan Das as an independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	(Special Resolution)									
	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	24437803	24437803	100.00	24437803	0	0.00	0.00		
	Poll	24437803		0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00		
	Total	24437803	24437803	100.00	24437803	0	100.00	0.00		
Public- Institutions	E-Voting	3782752	2795883	73.91	2429547	366336	86.90	13.10		
	Poll			0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00		
	Total	3782752	2795883	73.91	2429547	366336	86.90	13.10		
	E-Voting	4364662	155464	3.56	153026	2438	98.43	1.57		
	Poll		961	0.02	953	8	0.00	0.00		
	Postal Ballot (if applicable)			0.00	0.00	0	0.00	0.00		
	Total	4364662	156425	3.58	153979	2446	98.44	1.56		
	Total	32585217	27390111	84.0569	27021329	368782	98.65	1.35		



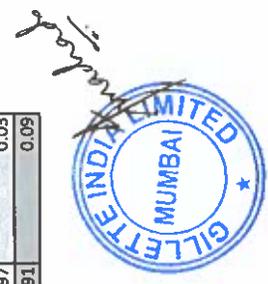
GILLETTE INDIA LIMITED	
DATE OF AGM	26-Nov-19
Total number of shareholders on record date	30481
No. of shareholders present in the meeting either in person or through proxy:	90
Promoters and Promoter Group:	2
Public:	88
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution No.	8									
Statements of the Comp	To re-appoint Mr. ChitranjanDua as an independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	(SpecialResolution)									
	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	24437803	24437803	100.00	24437803	0	0.00	0.00		
	Poll			0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)	24437803		0.00	0	0	0.00	0.00		
	Total	24437803	24437803	100.00	24437803	0	100.00	0.00		
Public- Institutions	E-Voting	2795883	2795883	73.91	2421577	374306	86.61	13.39		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)	3782752		0.00	0	0	0.00	0.00		
	Total	2795883	2795883	73.91	2421577	374306	86.61	13.39		
	E-Voting	155524	155524	3.56	155491	33	99.98	0.02		
	Poll	4364662	961	0.02	952	9	0.00	0.00		
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
	Total	156485	156485	3.59	156443	42	99.97	0.03		
	Total	32585217	27390171	84.0570	27015823	374348	98.63	1.37		



<b>GILLETTE INDIA LIMITED</b>	
<b>DATE OF AGM</b>	26-Nov-19
<b>Total number of shareholders on record date</b>	30481
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	90
<b>Promoters and Promoter Group:</b>	2
<b>Public:</b>	88
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NOT APPLICABLE
<b>Promoters and Promoter Group:</b>	NOT APPLICABLE
<b>Public:</b>	NOT APPLICABLE

Resolution No.	To appoint Mr. Gagan Sawhney as Executive Director (Finance) of the Company. (Ordinary Resolution)									
Statements of the Comp Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)] * 100	% of Votes against on votes polled (7) = [(5)/(2)] * 100		
Category			24437803	100.00	24437803	0	0.00	0.00		
	E-Voting		0	0.00	0	0	0.00	0.00		
	Poll	24437803								
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
Promoter and Promoter Group	Total		24437803	100.00	24437803	0	100.00	0.00		
	E-Voting		3714773	98.20	3688624	26149	99.30	0.70		
	Poll	3782752	0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
Public- Institutions	Total		3714773	98.20	3688624	26149	99.30	0.70		
	E-Voting		155549	3.56	155516	33	99.98	0.02		
	Poll	4364662	960	0.02	952	8	0.00	0.00		
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
Public- Non Institutions	Total		156509	3.59	156468	41	99.97	0.03		
	Total	32585217	28309085	86.8771	28282895	26190	99.91	0.09		



**Combined Report of Scrutinizer for Remote e-Voting and Poll**

To,

**Mr. Bansidhar S. Mehta**

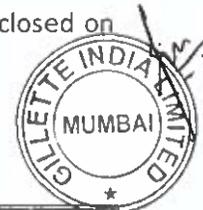
**The Chairperson of 35<sup>th</sup> Annual General Meeting of Gillette India Limited**

Held on Tuesday, 26<sup>th</sup> November, 2019 at 11.00 a.m. at Y. B. Chavan Pratishtan, Gen. Jagannathrao Bhonsle Marg, Mumbai - 400 021.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Gillette India Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 35<sup>th</sup> Annual General Meeting ('the Meeting') of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favor or against for respective Resolution.
2. After the time fixed for the poll by the Chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present.
3. The locked ballot box was subsequently opened in presence of my authorized representatives and in the presence of Mr. Sharwan Mangla and Mr. N. C. Pal (**Declaration attached**) who are not in the employment of the Company. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and MAS Services Limited, Registrar and Share Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
5. The Remote e-Voting commenced on November 21, 2019 (9:00 am IST) and was closed on November 25, 2019 (5.00 pm IST).

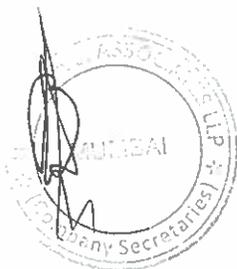


6. The Remote e-Voting Result was unblocked at Mumbai from the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Sharwan Mangla and Mr. N. C. Pal (**Declaration attached**) who are not in the employment of the Company.

7. The Combined Result (Remote e-Voting + Poll) is as under:

(a) **Item No 1: To receive, consider and adopt the Audited Balance Sheet as at June 30, 2019 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the Reports of the Auditors and Directors thereon.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	185	2,83,12,789
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>185</b>	<b>2,83,12,789</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	234	2,83,14,814
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>226</b>	<b>2,83,13,750</b>

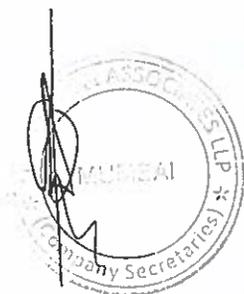


(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
183	2,83,12,782	99.9999
<b>B. Poll</b>		
39	953	99.1675
<b>C. Combined (A+B)</b>		
<b>222</b>	<b>2,83,13,735</b>	<b>99.9999</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
2	7	0.0001
<b>B. Poll</b>		
2	8	0.8325
<b>C. Combined (A+B)</b>		
<b>4</b>	<b>15</b>	<b>0.0001</b>



**(b) Item No 2: To confirm the payment of Interim Dividend and declare Final Dividend for the Financial Year ended June 30, 2019.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	187	2,83,12,827
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>187</b>	<b>2,83,12,827</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	236	2,83,14,852
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>228</b>	<b>2,83,13,788</b>

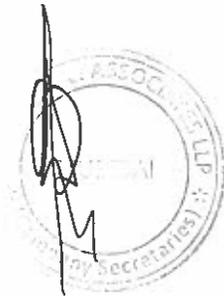


(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
185	2,83,12,820	99.9999
<b>B. Poll</b>		
39	953	99.1675
<b>C. Combined (A+B)</b>		
224	2,83,13,773	99.9999

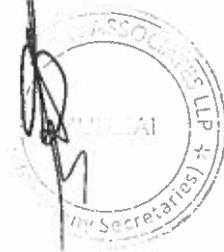
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
2	7	0.0001
<b>B. Poll</b>		
2	8	0.8325
<b>C. Combined (A+B)</b>		
4	15	0.0001



(c) Item No 3: To appoint a Director in place of Mr. Karthik Natrajan (DIN:06685891) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	183	2,83,12,729
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>183</b>	<b>2,83,12,729</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	232	2,83,14,754
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>224</b>	<b>2,83,13,690</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
111	2,78,99,277	98.5397
<b>B. Poll</b>		
39	953	99.1675
<b>C. Combined (A+B)</b>		
<b>150</b>	<b>2,79,00,230</b>	<b>98.5397</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
72	4,13,452	1.4603
<b>B. Poll</b>		
2	8	0.8325
<b>C. Combined (A+B)</b>		
<b>74</b>	<b>4,13,460</b>	<b>1.4603</b>



**(d) Item No 4: To appoint Ms. Anjuly Chib Duggal (DIN: 05264033) as an Independent Director of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	182	2,83,12,704
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>182</b>	<b>2,83,12,704</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	231	2,83,14,729
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>223</b>	<b>2,83,13,665</b>



(i) Voted **in favor** of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
176	2,83,12,571	99.9995
<b>B. Poll</b>		
39	953	99.1675
<b>C. Combined (A+B)</b>		
<b>215</b>	<b>2,83,13,524</b>	<b>99.9995</b>

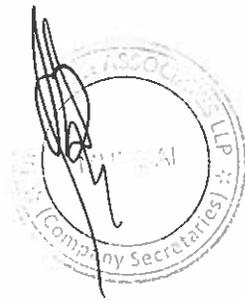
(ii) Voted **against** the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
6	133	0.0005
<b>B. Poll</b>		
2	8	0.8325
<b>C. Combined (A+B)</b>		
<b>8</b>	<b>141</b>	<b>0.0005</b>



**(e) Item No 5: To re-appoint Mr. Bansidhar Sunderlal Mehta (DIN: 00035019) as an Independent Director of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	183	2,83,13,004
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>183</b>	<b>2,83,13,004</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	232	2,83,15,029
<b>Less:</b> Total Number of Invalid Votes	8	1064
<b>Total Number of Valid Votes</b>	<b>224</b>	<b>2,83,13,965</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
157	2,78,79,900	98.4703
<b>B. Poll</b>		
38	952	99.0635
<b>C. Combined (A+B)</b>		
<b>195</b>	<b>2,78,80,852</b>	<b>98.4703</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
26	4,33,104	1.5297
<b>B. Poll</b>		
3	9	0.9365
<b>C. Combined (A+B)</b>		
<b>29</b>	<b>4,33,113</b>	<b>1.5297</b>



(f) Item No 6: To re-appoint Mr. Anil Kumar Gupta (DIN: 02588131) as Independent Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	180	2,73,89,110
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>180</b>	<b>2,73,89,110</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<u>Less:</u> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	229	2,73,91,135
<u>Less:</u> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>221</b>	<b>2,73,90,071</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
163	2,70,23,493	98.6651
<b>B. Poll</b>		
39	953	99.1675
<b>C. Combined (A+B)</b>		
202	2,70,24,446	98.6651

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
17	3,65,617	1.3349
<b>B. Poll</b>		
2	8	0.8325
<b>C. Combined (A+B)</b>		
19	3,65,625	1.3349



(g) Item No 7: To re-appoint Mr. Gurcharan Das (DIN: 00100011) as an Independent Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	180	2,73,89,150
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>180</b>	<b>2,73,89,150</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<u>Less:</u> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	229	2,73,91,175
<u>Less:</u> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>221</b>	<b>2,73,90,111</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
158	2,70,20,376	98.6536
<b>B. Poll</b>		
39	953	99.1675
<b>C. Combined (A+B)</b>		
<b>197</b>	<b>2,70,21,329</b>	<b>98.6536</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	3,68,774	1.3464
<b>B. Poll</b>		
2	8	0.8325
<b>C. Combined (A+B)</b>		
<b>24</b>	<b>3,68,782</b>	<b>1.3464</b>



**(h) Item No 8: To re-appoint Mr. Chittranjan Dua (DIN: 00036080) as an Independent Director of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	181	2,73,89,210
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>181</b>	<b>2,73,89,210</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>41</b>	<b>961</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	230	2,73,91,235
<b>Less:</b> Total Number of Invalid Votes	8	1,064
<b>Total Number of Valid Votes</b>	<b>222</b>	<b>2,73,90,171</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
162	2,70,14,871	98.6333
<b>B. Poll</b>		
38	952	99.0635
<b>C. Combined (A+B)</b>		
<b>200</b>	<b>2,70,15,823</b>	<b>98.6333</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
19	3,74,339	1.3667
<b>B. Poll</b>		
3	9	0.9365
<b>C. Combined (A+B)</b>		
<b>22</b>	<b>3,74,348</b>	<b>1.3667</b>



A handwritten signature in black ink is written over a circular stamp. The stamp contains the text 'Dholakia & Associates LLP' and 'Company Secretaries' around the perimeter.



(i) Item No 9: To appoint Mr. Gagan Sawhney (DIN: 08279568) as Executive Director (Finance) of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	183	2,83,08,125
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>183</b>	<b>2,83,08,125</b>
<b>B. Poll</b>		
Total Votes received by Poll	49	2,025
<b>Less:</b> Total Number of Invalid Votes	9	1,065
<b>Total Number of Valid Votes</b>	<b>40</b>	<b>960</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	232	2,83,10,150
<b>Less:</b> Total Number of Invalid Votes	9	1,065
<b>Total Number of Valid Votes</b>	<b>223</b>	<b>2,83,09,085</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
175	2,82,81,943	99.9075
<b>B. Poll</b>		
38	952	99.1666
<b>C. Combined (A+B)</b>		
<b>213</b>	<b>2,82,82,895</b>	<b>99.9075</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
8	26,182	0.0925
<b>B. Poll</b>		
2	8	0.8334
<b>C. Combined (A+B)</b>		
<b>10</b>	<b>26,190</b>	<b>0.0925</b>

8. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
9. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Remote e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
10. The poll papers and all other relevant records were sealed and handed over to Mr. Ghanashyam Hegde, Company Secretary of the Company authorized by the Chairperson.
11. You may accordingly declare the result of the Remote e-Voting and Poll.




12. The Register of Remote e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



**CS Bhumitra V. Dholakia**  
Designated Partner  
Dholakia & Associates LLP  
(Company Secretaries)  
FCS: 977 CP No: 507

**UDIN: F000977A000310242**

**Place: Mumbai**

**Date: 26<sup>th</sup> November, 2019**



**ANNEXURE****A. BASIS OF ACCEPTANCE****I. VOTING THROUGH ELECTRONIC MODE:**

1. Member has voted only through Remote e-Voting i.e. electronic mode.

**II. PHYSICAL POLL FORM:**

2. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
3. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
4. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
5. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
6. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
7. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as invalid.

**B. BASIS OF REJECTION****PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.



5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.

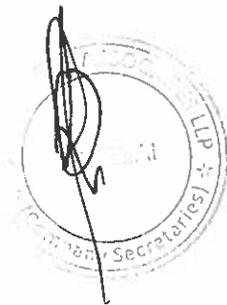


**C. REPORT FOR INVALID ELECTRONIC VOTES AND POLL PAPERS.****i. For Item No. 1:**

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Not signed	2	22
2.	Signature mismatch	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1064</b>

**ii. For Item No. 2:**

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>

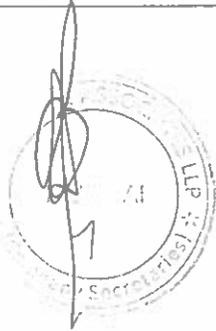


iii. For Item No. 3:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>

iv. For Item No. 4:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>



v. **For Item No. 5:**

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>

vi. **For Item No. 6:**

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>

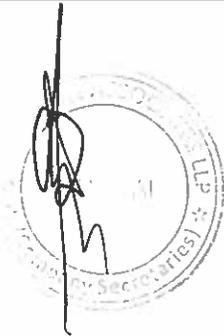


vii. For Item No. 7:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>

viii. For Item No. 8:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>



ix. For Item No. 9:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Signature not available	2	22
2.	Signature mismatch.	6	1,042
<b>TOTAL</b>		<b>8</b>	<b>1,064</b>



CS Bhumitra V. Dholakia  
Designated Partner  
Dholakia & Associates LLP  
(Company Secretaries)  
FCS: 977 CP No: 507

UDIN: F000977A000310242  
Place: Mumbai  
Date: 26<sup>th</sup> November, 2019



**TO WHOMSOEVER IT MAY CONCERN**

We, SHARWAN MANI LA and N.C.P.U. hereby state that the Excel Sheet containing the Results of Remote e-Voting of **Gillette India Limited** ("the Company") for the 35<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 26<sup>th</sup> November, 2019 at 11.00 a.m. at Y. B. Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Mumbai - 400 021 was unblocked from the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

**Witness 1**

Name: SHARWAN MANI LA  
Address: T-36, 2nd floor, Phase - 11, Okhla  
Ind. Area New Delhi - 110020  
Signature: 

**Witness 2**

Name: N.C.P.U.  
Address: T-36, Phase - 2 Okhla Ind. Area  
New Delhi - 110020  
Signature: 

TO WHOMSOEVER IT MAY CONCERN

We, SHARWAN MANGAL and M. C. PAL hereby state that the Polling Box, in which Equity Shareholders of **Gillette India Limited ("the Company")** cast their vote by way of Poll at the 35<sup>th</sup> Annual General Meeting of the Company held on Tuesday, the 26<sup>th</sup> November, 2019 at 11.00 a.m. at Y. B. Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Mumbai - 400 021, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: SHARWAN MANGAL

Address: T-34 2nd floor, Phase - 2 N.D. 110020

Signature: 

Witness 2

Name: M. C. PAL

Address: T-34, 2nd floor, Phase - 2 N. Delhi: 110020

Signature: 