



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 7303
www.pg.com/en_IN

October 13, 2016

To,
The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051.

Ref:- Scrip ID: - GILLETTE

Dear Sir / Madam,

Sub:- Quarterly Compliance Report on Corporate Governance for the Quarter ended September 30, 2016

We are enclosing herewith the Quarterly Compliance Report on Corporate Governance in terms of Regulation 27(2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended September 30, 2016.

Kindly take the above on record and acknowledge the receipt.

Thanking You,

Yours faithfully,

For **Gillette India Limited**

Authorized Signatory

Encl: As Above



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1. Name of Listed Entity : Gillette India Limited

2. Quarter ending : September 30, 2016

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure	No of Directorship in Listed entities including this Listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of Memberships in Audit/ Stakeholder Committee(s) including this Listed entity (Refer Regulation 26(1) of Listing Regulations) *	No of post of Chairperson in Audit/ Stakeholder Committee held in Listed entities including this Listed entity (Refer Regulation 26(1) of Listing Regulations) *
Mr.	Bansidhar Sunderlal Mehta	00035019 AADPM4552A	Chairperson Independent	September 29, 2014	5 years	8 (Independent Director in 7 listed Company)	9	3
Mr.	Al Abdulmalek Rajwani	07251300 CBAPR4703E	Executive (Managing Director)	August 29, 2015	5 years	2	4	0
Mr.	Chittranjan Dua	00036080 AACPD7256P	Independent	September 29, 2014	5 years	3	2	1
Mr.	Anil Kumar Ishwar Dayal Gupta	02588131 AADPG4641C	Independent	September 29, 2014	5 years	2	4	1
Mr.	Gurcharan Das	00032103 ABRPD6894P	Independent	September 29, 2014	5 years	1	1	0
Mr.	Narendra Pansukhlal Sarda	03480129 ALTPS4582K	Independent	August 29, 2015	5 years	2	1	0
Mr.	Pramod Agarwal	00066989 AABPA4929P	Non-Executive	May 8, 2015	Liable to retire by rotation	2	0	0
Ms.	Sonali Dhawan	06808527 AQFPD5541A	Non-Executive	February 25, 2014	Liable to retire by rotation	2	1	0

*The information is only to the respect of Audit/ Stakeholder Committee.



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II. Composition of Committees			
<i>Name of Committee</i>	<i>Name of Committee Members</i>	<i>Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$</i>	
1. Audit Committee	Mr. Chittranjan Dua	Chairperson (Independent Director)	
	Mr. Bansidhar Sunderlal Mehta	Member (Independent Director)	
	Mr. Gurcharan Das	Member (Independent Director)	
	Mr. Narendra Pansukhlal Sarda	Member (Independent Director)	
	Mr. Anil Kumar Gupta	Member (Independent Director)	
	Mr. Al Rajwani	Member (Executive Director)	
2. Nomination & Remuneration Committee	Mr. Gurcharan Das	Chairperson (Independent Director)	
	Mr. Anil Kumar Gupta	Member (Independent Director)	
	Mr. Chittranjan Dua	Member (Independent Director)	
	Ms. Sonali Dhawan	Member (Non-Executive Director)	
3. Risk Management Committee (if applicable)	Mr. Al Rajwani	Chairperson (Managing Director)	
	Ms. Sonali Dhawan	Member (Non-Executive Director)	
	Mr. Karthik Natarajan	Member (Chief Financial Officer)	
4. Stakeholders Relationship Committee	Mr. Anil Kumar Gupta	Chairperson (Independent Director)	
	Mr. Al Rajwani	Member (Managing Director)	
	Ms. Sonali Dhawan	Member (Non-Executive Director)	
III. Meeting of Board of Directors			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
May 5, 2016	August 23, 2016	109 days	
IV. Meeting of Committees			
<i>a. Audit Committee</i>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
August 23, 2016	Yes	May 5, 2016	109 days
<i>b. Nomination & Remuneration Committee</i>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
August 23, 2016	Yes	May 5, 2016	Not applicable



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c. Risk Management Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Not applicable			
d. Stakeholders Relationship Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
August 23, 2016	Yes	May 5, 2016	Not applicable

* This information has to be mandatorily be given for Audit committee, for rest of the Committees giving this information is optional

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)refer note below</i>
Whether prior approval of Audit Committee obtained	Yes (Omnibus approval has been obtained for all Related Party Transactions)
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

VI. Affirmations
We affirm that ---
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and Disclosure Requirements) Regulations, 2015
a. Audit Committee
b. Nomination & Remuneration Committee
c. Stakeholders Relationship Committee
d. Risk Management Committee (applicable to the top 500 listed entities)
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.
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.
5. The Report submitted in the Previous Quarter has been placed before Board of Directors.

For Gillette India Limited

Authorized Signatory