

Gillette India Limited
Corporate Governance report for the Quarter ended December 31,2024

Scrip Code	507815
NSE Symbol	GILLETTE
MSEI Symbol	NOTLISTED
ISIN	INE322A01010
Name of the entity	Gillette India Limited
Date of start of financial year	01-JUL-2024
Date of end of financial year	30-JUN-2025
Reporting Quarter	Half Yearly
Date of Report	31-Dec-2024
Risk management committee	Applicable

Annexure I

I. Composition of the Board of Directors

Disclosure of notes on composition of board of directors explanatory	Mr. C P Gurnani was appointed as Independent Director on the Board effective October 15,2024. Mr. Gautam Kamath ceased to be Director of the Company and Chief Financial Officer effective October 31,2024. Ms. Srividya Srinivasan was appointed a Director & Chief Financial Officer effective November 1,2024.		
Whether the listed entity has a Regular Chairperson	Yes		
Whether Chairperson is related to MD or CEO	No	Disqualification of Directors under section 164 of the	

4	Mr.	Gautam Kamath	09235167	Executive Director	Not Applicable		16-Oct-1978	No				Active	NA		01-Aug-2021	28-Nov-2023	31-Oct-2024	1	0	0	0	Others			
5	Mr.	Srinivas Maruthi Patnam	09296558	Executive Director	Not Applicable		08-Jan-1976	No				Active	NA		01-Sep-2021	23-Nov-2021		1	0	0	0				
6	Mr.	Sanjay Asher	00008221	Non-Executive - Independent Director	Not Applicable		26-Nov-1963	No				Active	NA		29-Sep-2024	29-Sep-2024		3.02	7	6	10	2			
7	Mr.	Chander Prakash Gurnani	05264037	Non-Executive - Independent Director	Not Applicable		19-Dec-1958	No				Active	NA		15-Oct-2024	03-Dec-2024		2.5	2	1	1	1			
8	Ms.	Srividya Srinivasan	05264038	Executive Director	Not Applicable		20-Apr-1971	No				Active	NA		01-Nov-2024	03-Dec-2024		1	0	0	0				

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05264033	Anjuly Chib Duggal	Non-Executive - Independent Director	Chairperson	22-Aug-2019		
2	08144200	Kumar Venkatasubramanian	Executive Director	Member	01-May-2024		
3	00008221	Sanjay Asher	Non-Executive - Independent Director	Member	29-Sep-2024		

Nomination and remuneration committee

Whether the Audit Committee has a Regular Chairperson Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00066989	Pramod Agarwal	Non-Executive - Non Independent Director	Member	22-Aug-2019		
2	05264033	Anjuly Chib Duggal	Non-Executive - Independent Director	Member	02-Nov-2021		
3	00008221	Sanjay Asher	Non-Executive - Independent Director	Chairperson	29-Sep-2024		

Stakeholders Relationship Committee

Whether the Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08144200	Kumar Venkatasubramanian	Executive Director	Member	01-May-2024		
2	00066989	Pramod Agarwal	Non-Executive - Non Independent Director	Chairperson	29-Sep-2024		
3	05264033	Anjuly Chib Duggal	Non-Executive - Independent Director	Member	29-Sep-2024		

Risk Management Committee

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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1	08144200	Kumar Venkatasubramanian	Executive Director	Chairperson	01-May-2024		
2	00066989	Pramod Agarwal	Non-Executive - Non Independent Director	Member	13-Nov-2017		
3	99999999	Ghanashyam Hegde	General Counsel	Member	08-May-2019		
4	09235167	Gautam Kamath	Executive Director	Member	01-Apr-2024	31-Oct-2024	
5	05264033	Anjuly Chib Duggal	Non-Executive - Independent Director	Member	29-Sep-2024		
6	05264038	Srividya Srinivasan	Executive Director	Member	01-Nov-2024		

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-Aug-2024			true	10	8	4
2	25-Sep-2024			true	10	10	4
3	28-Oct-2024	32		true	7	7	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	29-Aug-2024				true	6	6	4	0
2	Audit Committee	28-Oct-2024	59			true	3	3	2	0
3	Nomination and remuneration committee	29-Aug-2024				true	6	5	4	0
4	Nomination and remuneration committee	25-Sep-2024	26			true	6	6	4	0

5	Nomination and remuneration committee	28-Oct-2024	32			true	3	3	2	0
6	Risk Management Committee	29-Aug-2024				true	6	5	2	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions :

Vendor Name Amount INR PROCTER & GAMBLE INTERNATIONAL OPERATIONS SA 2,332,008,264 Total 2,332,008,264

Disclosure of notes of material transaction with related party

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr	Date of the event	Brief details of the event

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes

5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Flavia Machado
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	0	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	0	

3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	0	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	0	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	0	
6	Submission of Annual Secretarial Compliance Report	24A(2)	0	
7	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	0	

Any other information to be provided

Annexure III

1	Name of signatory	Flavia Machado
2	Designation	CFO

Additional Half yearly Disclosure

Applicability of disclosure	Applicable
Reason for Non Applicability	

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	

Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status		Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s)	Yes		

(including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name	Srividya Srinivasan		
Designation	CFO		
Place	Mumbai		
Date	21-Jan-2025		