

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Gillette India Limited**
 2. Quarter ending - **June 30, 2018**

i. Composition Of Board Of Director

Title Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Resignation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company
Mr.	Al Abdulmalik Rajwani	07251300	CBA PR4703E	ED			29-Aug-2015		5				0	2	4	0	AC,SC,RMC
Mr.	Chittranjan Dua	00036080	AAC PD7256P	ID			29-Sep-2014		5				0	3	3	1	AC,RMC,NRC
Mr.	Anil Kumar Gupta	02588131	AAD PG4641C	ID			29-Sep-2014		5				0	2	4	1	AC,SC,NRC
Mr.	Bansidhar Sunderlal Mehta	00035019	AAD PM4552A	ID,C & NED			29-Sep-2014		5				0	7	8	2	AC

Mr.	Gurcharan Das	00032103	ABR PD6 894 P	ID			29-Sep-2014		5				0	1	1	0	AC,RMC,NRC
Mr.	Narendra Pansukhlal Sarda	03480129	ALT PS45 82K	ID			29-Aug-2015		5				0	2	2	0	AC
Mr.	Pramod Agarwal	00066989	AAB PA4 929 P	NED			08-May-2015						0	2	0	0	RMC
Ms.	Sonali Dhawan	06808527	AQF PD5 541 A	NED			25-Feb-2014						0	2	1	0	SC,RMC,NRC
Mr.	Karthik Natarajan	06685891	AEF PN4 031F	ED			23-Jan-2017						0	2	0	0	RMC

Company Remarks	
Whether Permanent chairperson appointed	
Whether Chairperson is related to MD or CEO	

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

1	Al Abdulmalek Rajwani	ED	Member		
2	Bansidhar Sunderlal Mehta	ID,C & NED	Member		
3	Chittranjan Dua	ID	Chairperson		
4	Anil Kumar Gupta	ID	Member		
5	Gurcharan Das	ID	Member		
6	Narendra Pansukhlal Sarda	ID	Member		

Company Remarks	
Whether Permanent chairperson appointed	

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Al Abdulmalek Rajwani	ED	Member		
2	Anil Kumar Gupta	ID	Chairperson		
3	Sonali Dhawan	NED	Member		

Company Remarks	
Whether Permanent chairperson appointed	

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Shailyamanyu Singh Rathore	Senior Legal Counsel	Member		
2	Gagan Sawhney	Chief Financial Officer	Member		
3	Chittranjan Dua	ID	Member		
4	Gurcharan Das	ID	Member		
5	Al Abdulmalek Rajwani	ED	Chairperson		
6	Pramod Agarwal	NED	Member		
7	Karthik Natarajan	ED	Member		

8	Sonali Dhawan	NED	Member		
---	---------------	-----	--------	--	--

Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sonali Dhawan	NED	Member		
2	Chittranjan Dua	ID	Member		
3	Anil Kumar Gupta	ID	Member		
4	Gurcharan Das	ID	Chairperson		

Company Remarks	
Whether Permanent chairperson appointed	

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
09-Feb-2018	11-May-2018			

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	09-Feb-2018	11-May-2018	Yes		

Stakeholders Relationship Committee	09-Feb-2018	11-May-2018	Yes		
Risk Management Committee	09-Feb-2018	11-May-2018	Yes		
Nomination & Remuneration Committee	09-Feb-2018	11-May-2018	Yes		

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**

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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

%affirmComments%

Name : **%affirmName%**
Designation : **%affirmDesignation%**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.pg.com/en_IN
Terms and conditions of appointment of	Yes		www.pg.com/en_IN
Composition of various committees of	Yes		www.pg.com/en_IN
Code of conduct of board of directors and	Yes		www.pg.com/en_IN
Details of establishment of vigil mechanism/	Yes		www.pg.com/en_IN
Criteria of making payments to non-	Yes		www.pg.com/en_IN
Policy on dealing with related party	Yes		www.pg.com/en_IN
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.pg.com/en_IN
Email address for grievance redressal and other relevant details entity who are	Yes		www.pg.com/en_IN
Contact information of the designated	Yes		www.pg.com/en_IN
Financial results	Yes		www.pg.com/en_IN
Shareholding pattern	Yes		www.pg.com/en_IN
Details of agreements entered into with the media companies and/or their associates	Yes		www.pg.com/en_IN
Schedule of analyst or institutional investor meet and presentations made by the listed			
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)			
Credit rating or revision in credit rating			
Separate audited financial statements of			
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)			
Materiality Policy as per Regulation 30			
Dividend Distribution policy as per			
It is certified that these contents on the			
II Annual Affirmations			

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	

<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2), (3), (4), (5) & (6)		
	24(A)		
<i>Alternate Director to Independent Director</i>	25(1)		
<i>Maximum Tenure</i>	25(2)		
<i>Meeting of independent directors</i>	25(3) & (4)		
<i>Familiarization of independent directors</i>	25(7)		
<i>Declaration from Independent Director</i>	25(8) & (9)		
<i>D & O Insurance for Independent</i>	25(10)		
<i>Memberships in Committees</i>	26(1)		
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)		
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)		
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)		

Other Information	
--------------------------	--

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
--------------------------	--

Name : **Flavia Machado**
Designation : **Company Secretary**