

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Procter & Gamble Hygiene and Health Care Limited**
 2. Quarter ending - **31-Dec-2022**

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 cessation	Tenure	Date of Birth	Whether the director is disqualified?	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	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	Membership in Committees of the Company
Mr.	Krishna murthy Iyer	01726564	AAHPI0149R	ID		10-Nov-2020	26-Jun-2021		26	22-May-1957	No		Active	NA		1	1	0	0	
Mr.	L V Vaidyanathan	09632201	AAXPL0547L	ED	MD	01-Jul-2022				25-May-1972	No		Active	NA		2	0	4	0	AC,SC,RC
Mr.	Chittranjan Dua	00036080	AACPD7256P	ID,C & NED		25-Aug-2020	24-Nov-2020		26	03-Nov-1951	No		Active	NA		4	4	4	2	AC,NRC

M r.	Gurcharan Das	00100011	ABR PD6 894P	ID		01-Sep-2022	01-Sep-2022		3	03-Oct-1943	No		Active	Yes	15-Nov-2022	2	2	1	0	
M r.	Anil Kumar Gupta	02588131	AAD PG4 641C	ID		18-Jan-2013	24-Sep-2019		39	22-Jul-1946	No		Active	Yes	27-Nov-2019	2	2	4	2	AC,S C,RC, NRC
M r.	Pramod Agarwal	00066989	AAB PA4 929P	NED		08-May-2015				25-Apr-1962	No		Active	NA		2	0	1	0	RMC
M r.	Karthik Natarajan	06685891	AEF PN4 031F	NED		01-Oct-2014				28-Jun-1977	No		Active	NA		2	0	0	0	RMC
M r.	Gagan Sawhney	08279568	AHD PS41 34K	NED		24-Jan-2019				13-Nov-1975	No		Active	NA		2	0	0	0	RMC, NRC
M r.	Ghanashyam Hegde	08054712	ABE PH1 602E	ED		09-May-2019	01-Sep-2021		16	18-Nov-1977	No		Active	NA		1	0	1	0	SC,RC
M s.	Sonali Dhawan	06808527	AQF PD5 541 A	NED		07-May-2014				18-Oct-1975	No		Active	NA		2	0	1	0	
M s.	Meena Ganesh	00528252	ABP PG1 456L	ID		19-Mar-2019	19-Mar-2019		42	31-Aug-1963	No		Active	NA		3	3	1	0	AC,RC

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Chittranjan Dua	ID,C & NED	Chairperson	24-Sep-2020	
2	Anil Kumar Gupta	ID	Member	24-Sep-2014	
3	Meena Ganesh	ID	Member	28-Apr-2020	
4	L V Vaidyanathan	ED	Member	01-Jul-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Anil Kumar Gupta	ID	Chairperson	24-Sep-2014	
2	Ghanashyam Hegde	ED	Member	09-May-2019	
3	L V Vaidyanathan	ED	Member	01-Jul-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Karthik Natarajan	NED	Member	13-Nov-2017	
2	Pramod Agarwal	NED	Member	13-Nov-2017	
3	Gagan Sawhney	NED	Member	13-Nov-2017	
4	Ghanashyam Hegde	ED	Member	09-May-2019	
5	Anil Kumar Gupta	ID	Member	13-Nov-2017	
6	Prashant Bhatagar	NED	Member	13-Nov-2017	
7	L V Vaidyanathan	ED	Chairperson	01-Jul-2022	
8	Meena Ganesh	ID	Member	21-Aug-2019	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Anil Kumar Gupta	ID	Chairperson	01-Oct-2014	
2	Gagan Sawhney	NED	Member	21-Aug-2019	
3	Chittranjan Dua	ID,C & NED	Member	24-Sep-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
23-Aug-2022	Yes	10	10	4
02-Nov-2022	Yes	11	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	70

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous	Whether requirement of Quorum met	Total Number of Directors in the	Number of Directors present (All directors	Number of Independent directors attending	Number of Members attending the
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	quarter and Current quarter in chronological order)	(Yes/No)	Committee as on date of the meeting	including Independent Director)	the meeting	Meeting (Other than Board of Directors)
Audit Committee	23-Aug-2022	Yes	4	4	3	0
Audit Committee	02-Nov-2022	Yes	4	4	3	0
Stakeholders Relationship Committee	23-Aug-2022	Yes	3	3	1	0
Stakeholders Relationship Committee	02-Nov-2022	Yes	3	3	1	0
Risk Management Committee	23-Aug-2022	Yes	7	7	2	1
Risk Management Committee	02-Nov-2022	Yes	7	6	2	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	70

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	RPT Name	Amount INR	Nature of Transaction	PROCTER &
	GAMBLE INTERNATIONAL OPERATIONS SA			5,29,64,363
	Affiliate Purchase	PROCTER & GAMBLE HOME	PRODUCTS PRIVATE	
	LIMITED	2,86,79,69,569	Affiliate Purchase	Total
	2,92,09,33,931			

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 1000 listed entities) - **Yes**
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:

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Name : **Ghanashyam Hegde**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **Ghanashyam Hegde**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	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)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity</i>	0	0	0

<i>controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>	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
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations	
<i>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) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
Company Remarks in case of non-compliant status	

Name: Prashant Bhatnagar Designation: Chief Executive Officer Place: Mumbai Date: 19-Jan-2023
