

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

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 35th 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	er in person or through proxy:	ugh proxy:	06					
Promoters and Promoter Group:			2					
Public:			88					
No. of Shareholders attended the meeting through Video Conferencing	igh Video Conference	cing	NOT APPLICABLE					
Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
Resolution No.	1							
	To receive, con	isider and ado	pt the Audited	Balance Sheet	receive, consider and adopt the Audited Balance Sheet as at June 30, 2019 and the	2019 and the		l
	Reports of the Auditors and Directors thereon.	uditors and Dire	ectors thereon.		Statement of Front and Loss for the Financial real ended on that value, by done must use			
	(Ordinary Resolution)	ution)						
Statements of the Comp								
	And the second s	Normal Science Science	STORE AND DESCRIPTION OF A	and the second second second	The second second second second	White States and the second of the	Participation of the second se	北京なななないののないないで
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
			8	% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Vates – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)		against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		24437803	100.001	24437803	0	0.00	0.00
	Poll	COOLCARC	0	00.00	0	0	0.00	0.00
	Postal Ballot (if	cno/c++7	c	00.0	C	C	0.00	00.0
	Total		24437803	100.00	2443780	0	10	New York
	F-Voting		3719677	98.33		0		00.0
	Poll			00'0		0	0.00	0.00
	Postal Ballot (if	3782/28						
Public-Institutions	applicable)		0	00.00	0	0		
	Total	<b>ENDAGENERATION</b>	3719677	98.33	3719677	0	Name of Street o	The state
	E-Voting		155309	3.56	155302	2	10	
	Poli	1264667	961	0.02	953	80	00.0	00'00
	Postal Ballot (if	1001001	c		000	C	00 0	00.0
	Total	NAME OF STREET	156270	3 5.8	15		5	NA NEW
		Tachores		00.004 0		46		
	Total	11758575		4T62'00		CT		



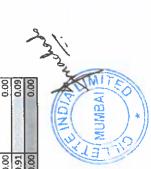
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No. of Shareholders attended the meeting through Vi	ugh Video Conferencing	cing	NOT APPLICABLE					
Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
Resolution No.	To declare Final	Dividend for the	e Financial Year	2 To declare Final Dividend for the Financial Year ended June 30, 2019.	2019.			
	(Ordiosov Desolution)	tion)						
		61000						100
Statements of the Comm								
Whether promoter/ promoter group are interested in the scenda/resolution?	No	and the second						12 12 20
				% of Votes Polled			% of Votes In	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	es – In	No. of Votes -	polled	polled
Category	Voting	held (1)	polled (2)	[3]=[[2]/[1]]* 100 Tavour [4]	137803		000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0010 (12)/(c)]=(/)
	E-VOTING		2445/603	7	00/0447			
	Poll	24437803	0	0.00	S			
Promoter and Promoter Group	Postal ballot (II applicable)		0	0.00	0	0	0.00	0.00
	Total	日本の日本のないないである	24437803	100.00	24437803	D STREET, STREET, ST	0 100.00	Contraction of the second
	E-Voting		3719677	98,33	3719677	0	0 100.00	
	Poll		0	00.00	0	0	00:0	00.00
	Postal Ballot (if	2012815						
Public-Institutions	applicable)		0	00.00			0 0.00	
	Total	of the second second	3719677	98.33	5	A STATE OF STATE OF STATE	0 100.00	STREET, STREET
	E-Voting		155347	3.56	155340	2	7 100.00	
	Poll	C237367	961	0.02	953		8 0.00	00.0
	Postal Ballot (if	100+0¢+	c	000	0	Ļ	0.0	0.00
Public- Non Institutions	apprication	and the second second	156308	C. North Control of	15629	15		North Contraction
		Pachance.	00	96	00	15		State of Sta
The second se	lotai	17709075		CTE0.00				



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Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
Becolution No.	m							
	To appoint a Di	rector in place	of Mr. KarthikNa	To appoint a Director in place of Mr. KarthikNatarajan (DIN 06685891), who retires byrotation	685891), who r	etires byrotation		
	and being eligibl	e, offers himsel	being eligible, offers himself forre-appointment.	ent.				
	(Ordinary Resolution)	ution)						
Statements of the Comp								
Whether promoter/ promoter group are		<b>Businessi</b>	Service Street	Selection while	and the second se		ないないない	1000
				% of Votes Polled			% of Votes in	% of Votes
		No of charae	No of votes	on outstanding charee	No. of Votes – in	No. of Votes -	favour on votes polled	against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		24437803	_	24437803	÷	0.00	0.00
	Poll	C0026786	0	00.0	0	0	0:00	0.00
Dromoter and Promoter Group	Postal Ballot (if annlicable)	CU0/C447	0	0.0	0	0	0.00	0.00
	Total	Postor and a series of the ser	24437803	100.00	24437803	0	100.00	0.00
	E-Voting		3719677	98.33	3306283	413394	80	1
	Poll	6 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	0	0.00	0	0	00:0	0.00
	Postal Ballot (if	76/78/6						
Public-Institutions	applicable)		0					
	Total	A DAMAGE AND A DAMAGE AND A	3719677	5	m	4133		
	E-Voting		155249		155191	S	5	
	Poll	(324364	961	0.00	953	00	0.00	0.00
Dublic- Non Institutions	Postal Ballot (if applicable)	Tootoct	0	0.00	0	0	0.00	0:0
	Total	CONTRACTOR NO.	156210	3.56	156144	66	96.66	0.04
	Takel	27505717	BC I	36	DECONDEC	413460	98 54	1 46



DATE OF AGM         Total number of shareholders on record date         No. of shareholders present in the meeting either in person or through proxy:         Promoters and Promoter Group:         Public:         No. of Shareholders attended the meeting through Video Conferencing         Promoters and Promoter Group:         Promoters and Promoter Group:         Promoters and Promoter Group:         Public:         Resolution No.         Anjuly Ch         Resolution No.         Resolution No.         Anjuly Ch         Resolution No.         Resolution No.         Anjuly Ch         Resolution No.         Resolution No.         Resolution No.         Resolution No.         Rescie Resolution No	26-Nov-19       26-Nov-19         30481       30481         r in person or through proxy:       90         2       2         88       88         NOT APPLICABLE       NOT APPLICABLE         NOT APPLICABLE       NOT APPLICABLE         100 APPLICABLE       NOT APPLICABLE         101 APPLICABLE       NOT APPLICABLE         102 APPLICABLE       NOT APPLICABLE         103       NOT APPLICABLE         104       NOT APPLICABLE         105       NOT APPLICABLE         106       Confinanty Resolution)	26.Nov.19 30481 90 2 88 NOT APPLI NOT APPLI	26-Nov-19 30481 90 88 NOT APPLICABLE					
	onferencing onferencing nt Ms. Anjuly Ch	30481 90 2 88 NOT AF	PPIICABLE					
	onferencing onferencing nt Ms. Anjuly Ch	90 2 88 NOT AF	PPIICABLE					
and Promoter Group: Jiders attended the meeting throu and Promoter Group: the Comp oter/ promoter group are the agenda/resolution?	onferencing nt Ms. Anjuly Ch	2 88 NOT AF NOT AF	PPLICABLE					
olders attended the meeting throu and Promoter Group: the Comp oter/ promoter group are the agenda/resolution?	onferencing nt Ms. Anjuly Ch	88 NOT AF NOT AF	PPLICABLE					
and Promoter Group: and Promoter Group: the Comp oter/ promoter group are the agenda/resolution?	onferencing nt Ms. Anjuly Ch	NOT AF	PPLICABLE					
and Promoter Group: the Comp oter/ promoter group are	nt Ms. Anjuly Ch / Resolution)	NOT AF						
the Comp oter/ promoter group are he agenda/resolution?	nt Ms. Anjuly Ch / Resolution)		NOT APPLICABLE					
the Comp oter/ promoter group are he agenda/resolution?	nt Ms. Anjuly Ch / Resolution)	NOT AF	NOT APPLICABLE					
the Comp oter/ promoter group are he agenda/resolution?	nt Ms. Anjuly Ch / Resolution)							
	/ Resolution)	b Duggal as	anindepen	ndent Director of	f the Company.			
				ALC: NO.				
			<u> </u>	% of Votes Poiled			% of Votes in	% of Votes
	No. of shares	res No. of votes	128	on outstanding shares	No. of Votes – in	No. of Votes -	favour on votes polled	against on votes polled
Category Mode of Voting			16	(3)=[(2)/(1)]* 100 favour (4)		against (5)	/(2)]*100	(7)=[(5)/(2)]*100
			24437803	100.00	24437803	0	0.00	0.00
Poll	;		0	00.00	0	0	0.00	0.00
		2443/803	~		C		0.0	0.00
Promoter and Promoter Group	CONTRACTOR DESCRIPTION	And Revel and Section	24437803	100.001	2443780	日本の方法のようの	10	0:00
F-Voting			3719677	98.33		0		00.0
Poll	ŕ	C30000	0	00.0	0	0	00.0	0.00
-		76170	c	000	Ċ	c	000	00.0
			3719677	98.33	371967	The second second	10	0.00
F.Votine			155224	3.56		133		60.0
Poll	T		961	0.02		00	0.00	00.0
Postal Ballot (if	at (if	4304002	0	00.0	0	0	0.00	0.00
	ACCOUNT OF THE OWNER.	States and	156185	3.58	156044	141	U	0.09
Total	32	32585217	28313665	86.8911	28313524	141	100.00	00.0



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	ier in person or through proxy:	ugh proxy:	60					
Promoters and Promoter Group:			2					
Public:			88					
No. of Shareholders attended the meeting through	ugh Video Conferencing	cing	NOT APPLICABLE					
Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
Resolution No	5							
	To re-appoint M	r. BansidharSur	iderialMehta as	re-appoint Mr. BansidharSunderlalMehta as an Independent Director of theCompany.	Director of theCo	ompany.		
	(SpecialResolution)	(uo)						
Statements of the Comp								
Whether promoter/ promoter group are interested in the agenda/resolution?	No		AND DO			Barristeria (		a series
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	es	shares	No. of Votes - in		polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]*
	E-Voting		24437803	100.00	24437803		0.00	
	Poll	20272000	0	00:0	0		00.00	00.0
Promoter and Promoter Group	Postal Ballot (if apolicable)		0	0.00	0		0.00	0:00
	Total	Charles of the second second	24437803	100.00	24437803	Conservation of	0 100.00	00.0
	E-Voting		155524		155086	438	99.72	0.28
	Poll	с ЦГС 6 С 6 С 6	0	00.0	0		0.00	0.00
	Postal Ballot (if	76/70/6						
Public- Institutions	applicable)		0					
	Total	Southern and the second se	155524	4.11	155086	438	- AND	CONTRACTOR OF
	E-Voting		3719677	85.22	3287011	432666	6 88.37	-
	Poll	CJANJEN	196	0.02	952		00.0	0.00
Public- Noo Institutions	Postal Ballot (if applicable)	Notort.	0	0.00	0		0.00	0.00
	Total	- State of the sta	3720638	8	3287963	432675		11.63
	Tatel	32585217	28313065	RG 8071	27880852	433113	21 98 47	1 52



GILLETTE INDIA LIMITED								i
DATE OF AGM			26-Nov-19					
Total number of shareholders on record date			30481				i	
No. of shareholders present in the meeting either in	her in person or through proxy:	ugh proxy:	06					
Promoters and Promoter Group:			2					
Public:			88					
No. of Shareholders attended the meeting through V	ough Video Conferencing	cing	NOT APPLICABLE					
Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
Barolistica No	P.							
	To re-appoint M	r. Anil Kumar G	To re-appoint Mr. Anil Kumar Gupta asan Independent Director of the Company	endent Director of	of the Company.			
	(SpecialResolution)	(uoi						
Statements of the Comp						-	,	
Whether promoter/ promoter group are interested in the agenda/resolution?	No		Second Second					No. of Concession, No. of Conces
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares No. of Vot	No. of Votes – in ferrout (A)	No. of Votes - against (5)	polled (6)=[(4)/(2)]*100	poiled (7)=((5)/(2))*100
Category	E-Voting	(T) mail	74437803	100:001	24437803	121 222	0.00	0.00
	Poll			00.0				00.0
Deservator and Deservator Ground	Postal Ballot (if applicable)	2443/803	0	0.00	0		0.00	0.00
	Total	State of the second sec	24437803	100.00	24437803	0	100.00	00.00
	E-Voting		2795883	73.91		365579	9 86.92	1
	Poll			00.0	0		0:00	0.00
	Postal Ballot (if	76/72/5						
Public- Institutions	applicable)		0	And the second second second		1996	0.00	13.08
	Total	The second s	2/9583	13.91	,7	0000		41.11.01
	E-Voting		155424	3.56	155380	" 		
	Poll	4364662	196	70.0				
Public- Non Institutions	Postal Ballot (if applicable)		0	0.00	0		0.00	0.00
	Total	States of the second	156385	3.58		Moseeut	St-Nekkolike	0.03
the second secon	Total	32585217	27390071	84.0567	27024446	365625	5 98.67	1.33



GILLETTE INDIA LIMITED								
DATE OF AGM			26-Nov-19					
Total number of shareholders on record date			30481				2	
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Promoters and Promoter Group:			2					
Public:			88					
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Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
	1							
Resolution No.	To re-appoint M	r. Gurcharan Da	To re-appoint Mr. Gurcharan Das as an independent Director of the Company.	dent Director of t	the Company.			
	(SpecialResolution)	on)						
								E
Statements of the Comp					and the second se		A CONTRACTOR DATE OF THE OWNER OF	The summer of the second second
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)		against (5)	(6)=[(4)/(2)]*100	)/(2)]*
	E-Voting		24437803	100.00	24437803	0	0.00	00.00
	Poll		0	00.0	0	0	00.00	0.00
	Postal Ballot (if	2443/803			C	C	0.00	0.00
Promoter and Promoter Group	applicatiery Total		24437803	10	2443780	0	100.00	0.00
	F-Votine		2795883			366336		
	Poli		0	00.0	0	ö	0.00	00.0
	Postal Ballot (if	3782752						
Public-Institutions	applicable)		0	00.0		0		
	Total	なるなないというないな	2795883	73.91	2429547	366336	86.90	I Star and
	E-Voting		155464	3.56	153026	2438	51	
	Poll	CARACA	961	0.02	953	00	0.00	0.00
	Postal Ballot (if	1001001	0	00.0	0.00	0	0.00	0.00
	Total		156425	New York Day Days	15	2446	98,44	1.56
	IOURI				1	76	Concernance -	1 25
	Total	3258521/	TTTDSS/Z	84.0509	No. of Concession, Name	The second se	Contraction of the second	



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Promoters and Promoter Group:			NOT APPLICABLE					
Public:			NOT APPLICABLE					
Recolution No	8							
	12	r. ChittranjanDu	re-appoint Mr. ChittranjanDua as anIndependent Director of the Company.	lent Director of t	he Company.			
	(SpecialResolution)	on)						
Statements of the Comp								
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes - In	No. of Vates -	% of Votes in favour on votes polied	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*	(7)= {5/(2) *100
	E-Voting		24437803	100.00	24437803		2	0.00
	Poll	24437803	0	00'0	0	0	0.00	0.00
Promoter and Promoter Group	Postal Ballot (if applicable)		Ö	0.00	0	0	0.00	00.0
	Total	大学にあっていていた	24437803	100.00	24437803	0	E State of the	0.00
	E-Voting		2795883	73.91	2421577	374306		13.39
	Poll	27075	0	0.00	0	0	0.00	0.00
P. t. I	Postal Ballot (if	7017010	C	000	0	0	0.00	00:0
	Total	ないので、「ない」ので、	2795883	73.91	2421577	374306	86.61	13.39
	E-Voting		155524	3.56	155491	33	99.98	0.02
	Poll				952	6	0.00	00.00
	Postal Ballot (if	7005005	C	00.0	0	0	0.00	0.00
	Total		156485	3.59	156443	42	79.97	0.03
	Total	37585217	22	84.0570	27	374348		1.37
A REAL PROPERTY AND A REAL	10031	17709070		A 177.40	LI ULWER			al -





DATE OF AGM Total number of shareholders on record date No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public: Resolution No.	er in person or through igh Video Conferencing		26-Nov-19 30481					
Total number of shareholders on record date No. of shareholders present in the meeting either Promoters and Promoter Group: No. of Shareholders attended the meeting throug Promoters and Promoter Group: Public: Resolution No.	er in person or through Video Conferen		30481		1			
No. of shareholders present in the meeting either Promoters and Promoter Group: Public: No. of Shareholders attended the meeting throug Promoters and Promoter Group: Public: Resolution No.	r in person or through Video Conferen							
Promoters and Promoter Group: Public: No. of Shareholders attended the meeting throug Promoters and Promoter Group: Public: Resolution No.	igh Video Conferen		90					
Public: No. of Shareholders attended the meeting throug Promoters and Promoter Group: Public: Resolution No.	igh Video Conferen		2					
No. of Shareholders attended the meeting throug Promoters and Promoter Group: Public: Resolution No.	igh Video Conferent		88					
Promoters and Promoter Group: Public: Resolution No.		cing	NOT APPLICABLE					
			NOT APPLICABLE					
			NOT APPLICABLE					
	6			ļ	0			
	To appoint Mr. 6	sagan Sawhney	To appoint Mr. Gagan Sawhney asExecutive Director (Finance) of the Company	ector (Finance)	of the Company	100		
)	(OrdinaryResolution)	tion)						
Statements of the Comp								
noter group are fresolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
		No. of shares	No. of votes	on outstanding shares	No. of Votes – in			against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)		(7)=[(5)/(2)]*100
	E-Voting		24437803	100.00	24437803	0		0.00
	Poll		0	00.0	0	0	00.00	0.00
	Postal Ballot (if	2445/803	c		0		0.0	0.00
Promoter and Promoter Group	Total		24437803	10	2443780	の行うところを発	10	00.00
	F-Votine		3714773	98.20		26149	08.99	0.70
	Poll	000000	0	00:0	0	0	0.00	0.00
-	Postal Ballot (if	7017010	c		0	C	0.0	0.00
	Total	total discrete states and o	3714773	6	368862	2614	A REAL PROPERTY	0.70
	E-Voting		155549		-	33		0.02
	Poll				952	00	0.00	0.00
Dublic: Noo locifications	Postal Ballot (if annicable)	4304002	0	00.0	0	0	0.00	0.00
	Total	and the second second	156509	and the second	156468	41	19.97	0.03
	Total	32585217	28	86.8771	28282895	26190	16.92	60.0



Designated Partners CS Bhumitra V. Dholakia B.A., LLB., C.A.I.I.B., FCS. CS Nrupang B Dholakia B.Com., FCS, LLB, M.B.L., D.C.L., E.P.CORP

# DHOLAKIA & ASSOCIATES LLD COMPANY SECRETARIES

MUMB

#### **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 Pratishthan, 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).

Scrutines Report 🗢 combined (Remote e-Voting and Poll) – Gillette India Limited – 35\*\* AGM 👘 👘 Page 1 of 27

Regd QING : A/302, Khernagar Sarvoday CHS LTD., Bldg No. 11, Nr. P.F. Office, Khernagar, M.H.B. Colony, Bandra (E), Mumbai - 400 95, 7eL : + 91 22 26580309 / + 91 22 26471302 Fax : +91 22 26476280 Email : info@dholakia-associates.com Dholakia & Associates a partnership firm has been converted into Dholakia & Associates LLP (a Limited Liability Partnership) w.e.f. 21st November, 2014 LLPIN AAC 9552 | GSTIN : 27AAKFD4117D1ZR

- 6. The Remote e-Voting Result was unblocked at Mumbai from the website of National Securities Depository Limited i.e. <u>www.evoting.nsdl.com</u> 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) <u>Item No 1: To receive, consider and adopt the Audited Balance Sheet as at June 30,</u> <u>2019 and the Statement of Profit and Loss for the Financial Year ended on that</u> <u>date, together with the Reports of the Auditors and Directors thereon.</u>

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





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

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





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

Number of	No of Equity Shares
Members who	of the Nominal
cast vote/Poll	Value of Rs. 10/-
	each (Votes cast)
1	
187	2,83,12,827
NIL	NIL
187	2,83,12,827
Poll	
49	2,025
8	1,064
41	961
ned (A+B)	
236	2,83,14,852
8	1,064
228	2,83,13,788
	Members who cast vote/Poll Papers received e e-Voting 187 NIL 187 Poll 49 8 41 ned (A+B) 236



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

Number of Members who cast vote/Poll Papers received		% of total number of valid votes cast
	A. Remote e-Voting	
2	7	0.0001
	B. Poll	
2	8	0.8325
and the first second	C. Combined (A+B)	
4	15	0.0001





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

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



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

(ii) Voted against the resolution:

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





Scrutinizer's Report - Combined (Remote e-Voting and Poll) - Gillette India Limited - 35th AGM Page 7 of 27

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

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





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

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





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

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





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

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





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

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





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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
	A. Remote e-Voting	
17	3,65,617	1.3349
	B. Poll	
2	8	0.8325
	C. Combined (A+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	of Valu	of Equity Shares the Nominal the of Rs. 10/- the (Votes cast)
A. Remot	e e-Voting		2,73,89,150
Total Votes received by electronic	180		2,70,00
mode Less: Total Number of Invalid Votes	NI	L	NIL
	18	0	2,73,89,150
Total Number of Valid Votes	, Poll		
Total Votes received by Poll	4	19	2,025
the start of Invalid Votes		8	1,064
Less: Total Number of Invalid V		41	96
Total Number of Valid Votes			
Total Votes received by electron	nbined (A+B) nic 2	29	2,73,91,17
mode and Poll Less: Total Number of Invalid Votes		8	1,06
		221	2,73,90,1
Total Number of Valid Votes		223	



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

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





Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote	e e-Voting	
Total Votes received by electronic mode	181	2,73,89,210
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	181	2,73,89,210
	Poll	
Total Votes received by Poll	49	2,025
Less: Total Number of Invalid Votes	8	1,064
Total Number of Valid Votes	41	961
C. Comb	ined (A+B)	
Total Votes received by electronic mode and Poll		2,73,91,235
Less: Total Number of Invalid Votes	8	3 1,064
Total Number of Valid Votes	22	2 2,73,90,17

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





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

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





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

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





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

(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
	A. Remote e-Voting	
8	26,182	0.0925
	B. Poll	
2	8	0.8334
	C. Combined (A+B)	
10	26,190	0.0925

- 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.
- 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.



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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 Pate: 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:

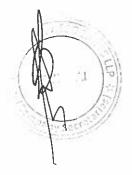
- 1. Shareholder has not put any mark on either assent or dissent.
- 2. Poll paper is not signed.
- 3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
- 4. The specimen signature of the beneficial owner is not provided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





Ager's Report Combined (Remote e-Voting and Poll) - Gillette India Limited - 35th AGM

- 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)
	PH	YSICAL POLL FORM:	
1.	Not signed	2	22
2.	Signature mismatch	6	1,042
TOTAL		8	1064

# ii. For Item No. 2:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	PHY	SICAL POLL FORM:	
1.	Signature not available	2	2 22
2.	Signature mismatch.	6	5 1,042
ΤΟΤΑ	L	8	3 1,064





# iii. For Item No. 3:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	PHY	SICAL POLL FORM:	
1.	Signature not available	2	. 22
2.	Signature mismatch.	6	5 1,042
ΤΟΤΑ	L	8	1,064

# iv. For Item No. 4:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	PHY	SICAL POLL FORM:	
1.	Signature not available	2	2 22
2.	Signature mismatch.	6	5 1,042
ΤΟΤΑ	 ۱ <b>L</b>	5	3 1,064





# Mg For Item No. 5:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	РНҮ	SICAL POLL FORM:	
1.	Signature not available	2	22
2.	Signature mismatch.	6	5 1,042
ΤΟΤΑ			3 1,064

# vi. For Item No. 6:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	PHY	SICAL POLL FORM:	
1.	Signature not available	2	2 22
2.	Signature mismatch.	e	5 1,042
TOTAL	1		3 1,064





# vii. For Item No. 7:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	PHY	SICAL POLL FORM:	
1.	Signature not available	:	2 22
2.	Signature mismatch.		5 1,042
TOTAL			8 1,064

# viii. For Item No. 8:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	PHY	SICAL POLL FORM:	
1.	Signature not available	2	2 22
2.	Signature mismatch.	(	5 1,042
ΤΟΤΑ			3 1,064





# ix. For Item No. 9:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
	РНУ	SICAL POLL FORM:	
1.	Signature not available		2 22
2.	Signature mismatch.	1	5 1,042
ΤΟΤΑ	<u> </u>		8 1,064

T 1 11 A I CS Bhumitra V. Dholakia

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, SHALUOL HANG And Ministration) Rules, 2014.

Name: SHARWAN MANIGLA Address: J-34, nd. floor, physe -11, okhly Mel. Ared New Delh. 110020
Address: T-34, nd. floor, physe -11, okhly Mel. Ared New Delh. 110020
The Area New Dell' 110020
Signature:

<u>Witness 2</u>	$\sim$ $\Lambda$	
Name:	N-CPN	
Address: _	J-24 Phanke-2 Okhla	The Aren
	Nepis Delu. 110020	
Signature:	Rock	

#### TO WHOMSOEVER IT MAY CONCERN

We, <u>Shaktuan</u> <u>Markuan</u> and <u>Michael</u> <u>hereby</u> 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	s 1
---------	-----

Name: SHAKWAN WANGUA
Address: T- 34 2nd + LUGA OKHIR M- & M.D. HOOZO
Signature:
Witness 2
Name: N.C.PN
Address: T-34, 2nd floor, phane -2 N. Delhi = 110020
Signature: