

1. Name of Listed Entity - **Gillette India Limited**  
 2. Quarter ending - **30-Sep-2020**

**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 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	Membership in Committees of the Company
Mr.	Madhusudan Gopalan	08158357	AFFPM8828J	ED	MD	01-Jul-2018	01-Jul-2018			06-Dec-1976	NA		2	0	4	0	AC,S C,RC
Mr.	Bansidhar S. Mehta	00035019	AADPM4552A	ID		26-Oct-2005	29-Sep-2019	28-Sep-2020	72	19-Sep-1935	Yes	29-Sep-2019	2	2	2	1	AC
Mr.	Chittranjan Dua	00036080	AACPD7256P	ID		31-Jul-2002	29-Sep-2019		72	03-Nov-1951	NA		4	4	4	2	AC,R C,NR C
Mr.	Anil Kumar Gupta	02588131	AADPG4641C	ID		28-Mar-2009	29-Sep-2019		72	22-Jul-1946	Yes	29-Sep-2019	2	2	4	1	AC,S C,NR C
Mr.	Gurcharan	00100	ABRPD	ID,C		29-	29-		72	03-Oct-	Yes	29-	1	1	1	0	AC,R

	Das	011	6894P	& NED		Jan- 2007	Sep- 2019			1943		Sep- 2019					C,NR C
Mr.	Narendra P. Sarda	03480 129	ALTPS 4582K	ID		29- Aug- 2015	29- Aug- 2015	28- Aug- 2020	60	08-Nov- 1945	NA		1	0	1	0	AC
Mr.	Pramod Agarwal	00066 989	AABPA 4929P	NED		08- May- 2015	08- May- 2015			25-Apr- 1962	NA		2	0	1	0	AC,R C,NR C
Ms.	Sonali Dhawan	06808 527	AQFPD 5541A	NED		25- Feb- 2014	25- Feb- 2014			18-Oct- 1975	NA		2	0	1	0	SC,N RC
Mr.	Karthik Natarajan	06685 891	AEFPN 4031F	ED		23- Jan- 2017	23- Jan- 2017			28-Jun- 1977	NA		2	0	0	0	RMC
Ms.	Anjuly Chib Duggal	05264 033	AAFPD 5765Q	ID		26- Mar- 2019	26- Mar- 2019		18	27-Aug- 1957	NA		1	1	1	0	AC
Mr.	Gagan Sawhney	08279 568	AHDPS 4134K	ED		22- Aug- 2019	22- Aug- 2019			13-Nov- 1975	NA		2	0	0	0	RMC

Company Remarks	Mr N.P. Sarda has retired as a director on the Board wef August 28 2020 and Mr. BS. Mehta has retired as the Director & Chairperson on the Board wef September 28 2020 and subsequently Mr Gurcharan Das has assumed the position of Chairperson of the Board wef September 29 2020
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Chittranjan Dua	ID	Chairperson	29-Sep-2014	

2	Bansidhar S. Mehta	ID	Member	29-Sep-2014	28-Sep-2020
3	Anil Kumar Gupta	ID	Member	29-Sep-2014	
4	Madhusudan Gopalan	ED	Member	01-Jul-2018	
5	Gurcharan Das	ID,C & NED	Member	29-Sep-2014	
6	Narendra P. Sarda	ID	Member	29-Aug-2015	28-Aug-2020
7	Anjuly Chib Duggal	ID	Member	22-Aug-2019	
8	Pramod Agarwal	NED	Member	22-Aug-2019	

Company Remarks	Mr. B S Mehta ceased to be a member of the Audit committee w.e.f. September 28,2020 due to his retirement.Mr. N P Sarda ceased to be a member of the Audit committee w.e.f. August 28,2020 on retirement from the Board.
Whether Permanent chairperson appointed	Yes

**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	Anil Kumar Gupta	ID	Chairperson	29-Sep-2014	
2	Madhusudan Gopalan	ED	Member	01-Jul-2018	
3	Sonali Dhawan	NED	Member	29-Aug-2015	

Whether Permanent chairperson appointed	Yes
---	-----

**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	Madhusudan Gopalan	ED	Chairperson	01-Jul-2018	
2	Chittranjan Dua	ID	Member	13-Nov-2017	
3	Gurcharan Das	ID,C & NED	Member	13-Nov-2017	
4	Karthik Natarajan	ED	Member	13-Nov-2017	
5	Pramod Agarwal	NED	Member	13-Nov-2017	
6	Gagan Sawhney	ED	Member	13-Nov-2017	
7	Ghanashyam Hegde	Member	Member	08-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Gurcharan Das	ID,C & NED	Chairperson	29-Sep-2014	
2	Chittranjan Dua	ID	Member	29-Sep-2014	
3	Anil Kumar Gupta	ID	Member	29-Sep-2014	
4	Sonali Dhawan	NED	Member	29-Sep-2014	
5	Pramod Agarwal	NED	Member	22-Aug-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**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
07-May-2020	26-Aug-2020	Yes	10	6

Company Remarks	Board Meetings held on 07 05 2020 and 26 08 2020 were held through video conferencing facility
Maximum gap between any two consecutive (in number of days)	110

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	07-May-2020	26-Aug-2020	Yes	8	6
Risk Management Committee		26-Aug-2020	Yes	6	2
Nomination & Remuneration Committee		26-Aug-2020	Yes	4	3

Company Remarks	All committee meetings held on 07 05 2020 and 26 08 2020 were held through video conferencing facility
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	110

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	<b>Details of Material Related Party Transactions entered into with Approval from Shareholders: July 1, 2020 to September 30, 2020:</b>	
	<b>Vendor Name</b>	<b>Amount INR</b>
	Procter & Gamble International Operations Sa	134052159
	Procter & Gamble International Sa – Singapore Branch	517473080
<b>The above figures are subject to GIT and LRD margin adjustment.</b>		

## **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) - **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:

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