



Gillette India Limited
CIN: L28931MH1984PLC267130
Regd. Office
P&G Plaza, Cardinal Gracias Road,
Chakala, Andheri (E),
Mumbai - 400099
Tel: (91-22) 6958 6000
Fax: (91-22) 6958 7337
Website: in.pg.com

August 25, 2025

To,
The Corporate Relations Department
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.
Ref:- Scrip ID:- GILLETTE

To,
The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051
Ref:- Scrip Code:- 507815

Dear Sir / Madam,

Sub: Re-submission of Annual Report for the Financial Year 2024-25

With reference to our earlier communication dated August 8, 2025, we would like to confirm that the Company had duly submitted the Annual Report for the financial year ended March 31, 2025, along with the Notice convening the Annual General Meeting for the Financial Year 2024-25, with the stock exchanges within the prescribed timelines.

However, it has come to our notice that the Annual Report is currently not appearing under the "Annual Report" section on the stock exchange portals. To ensure proper visibility and compliance, we are re-submitting the Annual Report under the "Annual Report Submission" section. This step is being taken purely as a matter of caution and good governance, to ensure that the Annual Report is correctly displayed and available to the public and investors as required.

We request you to kindly take the same on record and acknowledge the re-submission.

Thanking you,

For Gillette India Limited

Flavia Machado
Company Secretary



Gillette India Limited
CIN: L28931MH1984PLC267130
Regd. Office
P&G Plaza, Cardinal Gracias Road,
Chakala, Andheri (E),
Mumbai - 400099
Tel: (91-22) 6958 6000
Fax: (91-22) 6958 7337
Website: in.pg.com

August 8, 2025

To,
The Corporate Relations Department
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.
Ref:- Scrip ID:- GILLETTE

To,
The Listing Department
The National Stock Exchange of India Limit
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051
Ref:- Scrip Code:- 507815

Dear Sir / Madam,

Sub: Annual Report and Notice calling the 41st Annual General Meeting of the Company for the Financial Year ended March 31, 2025

Please find enclosed Annual Report and Notice calling the 41st Annual General Meeting (AGM) of the Company for the Financial Year ended March 31, 2025.

In accordance with the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Annual Report for the Financial Year 2024-25, including the Notice of AGM have been sent in electronic mode to Members, today, August 8, 2025, whose e-mail address is registered with the Company. A physical letter with link to the Annual Report and notice calling the 41st AGM was sent to shareholders whose email address is not updated.

The copy of the Notice along with the Annual Report enclosed herewith and is also available on the Company's website: <https://in.pg.com/india-investors/gil/shareholder-information/info/> .

Further, it may be noted that shareholders who would like to express their views/have questions, may register themselves as a speaker by sending their request in advance mentioning their name, demat account number/ folio number, E-mail id, mobile number at investorgil.im@pg.com or shah.zs@pg.com from the date of this notice up to August 29, 2025 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.

Kindly take the same on record and oblige.

Thanking you,

For Gillette India Limited

Flavia Machado
Company Secretary

FLAVIA
PETER
MACHADO
O

Digitally signed
by FLAVIA PETER
MACHADO
Date: 2025.08.08
19:26:57 +05'30'

NOTICE

NOTICE is hereby given that the Forty-First Annual General Meeting (AGM) of the Members of the Company will be held on **Tuesday, September 2, 2025, at 11:00 a.m.** through video conference / other audio-visual means to transact the business mentioned in the notice. The venue of the meeting shall be deemed to be the Registered Office of the Company at P&G Plaza, Cardinal Gracias Road, Chakala, Andheri East, Mumbai – 400 099.

Ordinary Business

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2025 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the reports of the auditors and Directors thereon.
2. To confirm the payment of interim dividend and to declare final dividend for the Financial Year ended March 31, 2025.
3. To appoint a Director in place of Mr. Pramod Agarwal (DIN: 00066989), Director of the Company, retiring by rotation and being eligible, offers himself for re-appointment.

Special Business

4. To consider and, if thought fit, to pass with or without modification(s), if any, the following Resolution as an Ordinary Resolution:

Appointment of M K Saraf & Associates LLP, Practicing Company Secretaries (Peer Review Certificate No. 6694/2025) as secretarial auditors for a period of five years, effective April 1, 2025

“RESOLVED THAT pursuant to Section 204 of the Companies Act, 2013, read with Rules made thereunder, and in accordance with regulation 24A of the SEBI (LODR) Regulations, 2015, read with Circulars issued thereunder from time to time and other applicable provisions of the Companies Act, 2013 (“the Act”), M K Saraf & Associates LLP, Practicing Company Secretaries, (Peer Review Certificate No. 6694/2025) be and is hereby appointed as secretarial auditors of the Company for a period of five consecutive financial years, effective from April 1, 2025, on such terms & conditions, including remuneration as may be determined by the Board of Directors”.

By Order of the Board of Directors

Flavia Machado
Company Secretary

Mumbai
May 26, 2025

Registered Office :

P&G Plaza,
Cardinal Gracias Road,
Chakala, Andheri (E),
Mumbai – 400 099

NOTES

1. The relevant Explanatory Statement in respect of business under Item Nos. 4 is annexed hereto and forms a part of this Notice.
2. Details as required in sub-regulation (3) of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [herein after referred to as 'the SEBI (LODR) Regulations, 2015'] in respect of the Directors proposed to be re-appointed at the ensuing 41st AGM, forms integral part of this Notice.
3. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide Circular No. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing or other audio visual means without the physical presence of members at a common venue.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015 and in accordance with the above-mentioned circulars of MCA, the 41st AGM of the Company is conducted through Video Conference (VC). The Company has appointed National Securities Depositories Limited (‘NSDL’) for providing facility for voting through remote e-Voting, for participation in the AGM through VC facility and e-Voting during the AGM. The procedure for participating in the meeting through VC is explained at Note No. 11 below.
5. As the AGM shall be conducted through VC, the facility for appointment of Proxy by the Members is not available for this AGM and hence the proxy form and attendance slip including route map are not annexed to this Notice. However, the bodies corporate are entitled to appoint authorized representatives to attend the AGM through VC, participate thereat and cast their votes through e-Voting.
6. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to gilagm2025@sarafandassociates.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.



7. In accordance with, the Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 issued by MCA dated October 3, 2024, the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
8. The Notice of AGM and the Annual Report for the Financial Year 2024-25, is available on the website of the Company at <https://in.pg.com/india-investors/gil/shareholder-information/info/>, on the website of Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and on the website of NSDL at www.evoting.nsdl.com.
9. The Members can join the 41st AGM through VC/OAVM mode 30 minutes before the time scheduled to start the meeting, by following the procedure mentioned in the notice. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013.
10. Members may kindly note that they are entitled to be furnished, free of cost a printed copy of the Annual Report of the Company, upon receipt of requisition at any time. Members holding shares in physical form, who have not registered/updated their respective e-mail addresses, are requested to get their email Ids registered with the Company by writing to the Registrar MAS Services Limited. Members holding shares in dematerialized form, who have not registered/updated their respective e-mail ids, are requested to do so with their respective Depository Participants.
11. **The procedure and instructions for Members relating to remote e-Voting are as under:**

The remote e-Voting period commences on **Thursday, August 28, 2025 at 9:00 a.m.** and ends on

Monday, September 1, 2025 at 5:00 p.m. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Thursday, August 26, 2025, may cast their vote electronically.

The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, he/she shall not be allowed to change it subsequently. The Company has appointed M K Saraf & Associates LLP, Practicing Company Secretaries, represented by Mr. Kamalax Saraf, Practicing Company Secretary, and in his absence Mr. Mandar Saraf, Practicing Company Secretary, designated partners, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-Voting given hereinafter. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the **cut-off date, i.e., Tuesday, August 26, 2025** only shall be entitled to avail the facility of remote e-Voting. A person who is not a member as on the cut-off date, should treat the Notice for information purpose only.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account(s) maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat account(s) in order to access e-Voting facility.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below.

Step 1: Access to NSDL e-Voting system
a) Login method for e-Voting for Individual shareholders holding securities in demat mode:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email ID/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on


Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user ID and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Note: Members who are unable to retrieve user ID/ password are advised to use forgot User ID and forgot Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

b) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 0001001 and EVEN is 134896 then user ID is 134896 0001001

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

How to retrieve your 'initial password'?

- If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL in your mailbox. Open the email and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, home page of e-Voting will open.

Process for those shareholders whose email IDs are not registered with the depositories for procuring user ID and password and registration of email IDs for e-voting for the resolutions set out in this notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investorgil.im@pg.com
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master, copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to evoting@nsdl.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
- Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or send a request at evoting@nsdl.co.in.

Step 2 : How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN - 134896” of the company.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for members for e-voting on the day of the AGM are as under:

- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b) Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- c) Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Instructions for Members for joining the 41st Annual General Meeting through VC are as under:

1. Members will be provided with a facility to attend the Annual General Meeting through VC through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-Voting credentials. The link for VC will be available in shareholder/ members login where the EVEN of Company will be displayed. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice below, to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions, may register themselves as a speaker by sending their request in advance mentioning their name, demat account number/ folio number, e-mail ID, mobile number at investorgilim@pg.com from the date of this notice up to **August 29, 2025** (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM

General guidelines for shareholders

1. During the AGM, the Registers to be maintained under the Companies Act, 2013, shall be available for inspection by the Members.
2. The results along with the Scrutinizer’s Report, shall be placed on the website of the Company at <https://in.pg.com/india-investors/gil/shareholder-information/info/> and on the website of NSDL within two working days of conclusion of the AGM and shall be communicated to BSE Limited and National Stock Exchange of India Limited.
3. Any person, who acquires shares of the Company and becomes a member of the Company after

dispatch of the notice and holds shares as on the cut-off date i.e. **August 26, 2025** may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/ Registrar and Transfer Agent (RTA) or follow instructions provided in this notice. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

4. SEBI has mandated submission of Permanent Account Number ("PAN") for all transactions in the securities market. Members who are holding shares in dematerialized form are requested to submit their PAN details to their respective depository participants. Members holding shares in physical form can submit their PAN details to the Company's Registrar and RTA, M/s. MAS Services Limited.
5. As per Regulation 40 of SEBI (LODR) Regulations, 2015, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities.
6. Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its circular dated January 25, 2022, has mandated the listed entities to issue securities for the following service requests only in dematerialized form viz, Issue of duplicate securities certificate; Claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Transmission; Transposition, etc. For the purpose of the same, after due verification, registrar and transfer agent/ issuer companies shall retain share certificates and process the service requests by issuing letter of confirmation, valid for a period of 120 days. As per the process, shareholders are required to submit their demat requests within this validity period, failing which the Company shall credit the securities to a suspense escrow demat account of the Company.

Instructions related to payment of Dividend to Shareholders:

7. The Register of Members and the Share Transfer books of the Company will remain closed from **Wednesday, August 27, 2025 to Tuesday, September 2, 2025** (both days inclusive), for the purpose of determining the names of Members eligible for final dividend on Equity Shares, if declared at the ensuing 41st Annual General Meeting.
8. The final dividend on Equity Shares for the Financial Year ended March 31, 2025, as recommended by the Directors, if approved at the Annual General Meeting, will be paid on or before September 25, 2025:
 - a) To all beneficial owners, in respect of shares held in dematerialized form, as per details furnished by

the Depositories for this purpose as at the close of business hours on August 26, 2025;

- b) To all Members, in respect of shares held in physical form, whose names shall appear in the Company's Register of Members as on September 2, 2025.
9. In line with the Securities and Exchange Board of India ("SEBI") directives, the Company is required to update bank details of the Members of the Company to enable usage of the electronic mode of remittance for distributing dividends and other cash benefits to its Members. In this regard, Members holding shares in electronic form are requested to furnish their bank details to their Depository Participants. Members holding shares in physical form are requested to intimate change, if any, in their bank details by sending duly signed KYC updation forms available on the website of the Company, along with required documents to the Company/Registrar and Share Transfer Agent.
10. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 and relevant circulars thereafter, latest being Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024 all the listed companies are required to record the PAN, and other KYC details of all the shareholders holding shares in physical mode. Shareholders holding shares in physical form with the Company are requested to update above information with the Company, if pending. It is hereby informed that shareholder will be eligible to lodge grievance or avail any service request with the Company/or its RTA only after furnishing PAN and other KYC details. Further for any payment including dividend, in respect of such folios, Company will be able to remit the same only through electronic mode. w.e.f. 1st April 2024 upon registering the required details. Members are encouraged to provide 'choice of nomination' in their own interest for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market.

The Company, with the help of the RTA and the depositories has dispatched reminder letters during the year to all shareholders who have not registered their KYC and other details, requesting them to update the same. For further details shareholders are requested to refer to the communication available on the website of the Company at <https://in.pg.com/india-investors/gil/guidance/#shareholderservices>.

11. Shareholders are requested to register their email address and mobile number with their depository participants for receiving intimations and regular updates from the Company.
12. Shareholders may note that, in accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Indian Finance Act, 2020, dividend declared and paid by the Company after



April 1, 2020, is taxable in the hands of shareholders and the Company is required to deduct the tax at source ("TDS") on the distribution of dividend income to its shareholders at the applicable rates. In order to enable us to determine the appropriate TDS rate as applicable, shareholders are requested to submit the requisite documents as mentioned in our letter dated September 6, 2024, which is put up on the website at of the Company. The said documents (duly completed and signed) are required to be emailed to Company's RTA at investor@masserv.com on or before August 20, 2025. For any clarification, please write to us at investor@masserv.com or investorgilim@pg.com.

13. Non-resident Indian Members are requested to immediately inform the Company or its RTA or the concerned depository participant, as the case may be, about the following:
 - a) The change in the residential status on return to India for permanent settlement;
 - b) The particulars of the NRE account with a Bank in India, if not furnished earlier.
14. As per sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends which are not encashed / claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. Said IEPF Rules mandate the companies to transfer the underlying shares of shareholders whose dividends remain unpaid/ unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Hence, the Company urges all the shareholders to encash/claim their respective dividend lying unpaid with the Company within time period detailed in the Corporate Governance section of the

Annual Report for the Financial Year 2024-25. The details of the unpaid / unclaimed amounts lying with the Company as on March 31, 2025 are available on the website of the Company. The shareholders whose dividend / shares as transferred to the IEPF Authority can now claim the same from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority <http://iepf.gov.in/IEPFA/refund.html>.

Members are requested to contact the Company's RTA, M/s. MAS Services Limited, for claiming the unclaimed dividends lying with the Company.

15. Members are requested to address all correspondences, including Share related documents and dividend matters to the Company's RTA, M/s. MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase -II, New Delhi - 110 020; Tel: (011) 26387281/82/83 Fax: (011) 26387384; e-mail: investor@masserv.com.

Members are requested to quote their ledger folio numbers in all their correspondences to enable the Company to provide better services to the Members.

By Order of the Board of Directors

Flavia Machado
Company Secretary

Mumbai
May 26, 2025

Registered Office :

P&G Plaza,
Cardinal Gracias Road,
Chakala, Andheri (E),
Mumbai - 400 099

Details pursuant to Regulation 36 (3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 1.2.5 of SS-2, Secretarial Standard on General Meetings are as given below:

Details of Directors proposed to be re-appointed at the ensuing 41st Annual General Meeting:

Resolution at Item No.	3
Name of Director	Mr. Pramod Agarwal
Age	63 years
Date of original appointment on the Board	08.05.2015
Date of re-appointment on the Board	18.11.2022
Expertise in specific field	MBA-Finance
Names of other Companies in which he / she holds Directorships	Procter & Gamble Hygiene and Health Care Limited
Listed entities from which he/she has resigned in the past three years	Zircon Technologies (India) Limited
Companies in which he is a Managing Director, Chief Executive Officer, Whole-time Director, Secretary, Chief Financial Officer, Manager	None
Chairman/Member of the Committee(s) of the Board of Directors of the Company	Chairperson of following Committees: 1. Stakeholders Relationship Committee 2. Cash & Investment Committee Member of following Committees: 1. Nomination and Remuneration Committee 2. Risk Management Committee 3. Corporate Social Responsibility Committee
Chairman/Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Procter & Gamble Hygiene and Health Care Limited Member of following Committees: 1. Risk Management Committee 2. Cash & Investment Committee
Shareholding in the Company	100 equity shares of ₹ 10 each
Relationship with other Directors, Manager or key Managerial Personnel, if any	None
Remuneration last drawn	₹ 12.75 lakh as Commission and ₹ 7.5 lakh as sitting fee for the Financial Year 2024-25
Number of Meetings of the Board attended during the previous financial year	4 out of 4



EXPLANATORY STATEMENT

Item No. 4:

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any (“the Act”), the Board of Directors at its meeting held on May 26, 2025 have approved subject to approval of Members, appointment of M/s. M K Saraf & Associates LLP, Practicing Company Secretaries (Peer Review Certificate no. 6694/2025) as Secretarial Auditors for a term of 5 (Five) consecutive financial years from April 1, 2025 till March 31, 2030.

M/s. M K Saraf & Associates LLP have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified by the Institute of Companies Secretaries of India. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in term of provisions of the Companies Act, 2013, the Companies Secretaries Act, 1980 and Rules and Regulations made thereunder and the SEBI LODR Regulations read with SEBI Circular dated December 31, 2024.

The Board of Directors have approved & recommended the aforementioned proposal for approval of Members taking into account the eligibility of the firm, qualification, experience, & expertise of the Partners in providing secretarial audit related services.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board recommends passing Ordinary resolution under Item No. 4 for approval of Members.

By Order of the Board of Directors

Flavia Machado
Company Secretary

Mumbai
May 26, 2025

Registered Office :

P&G Plaza,
Cardinal Gracias Road,
Chakala, Andheri (E),
Mumbai - 400 099



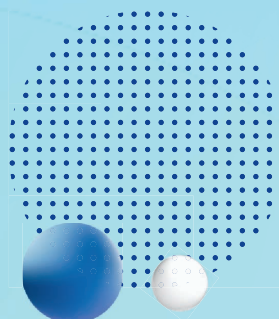
Gillette India Limited

Annual Report 2024-25



CONTENT

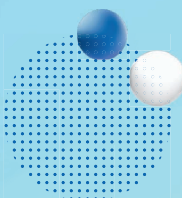
Corporate Information	1
Managing Director's Statement	4
Financial Highlights	6
Director's Report	9
Business Responsibility & Sustainability Report	19
Corporate Social Responsibility Report	48
Statement of Disclosure of Remuneration	52
Corporate Governance	54
Secretarial Audit Report	78
Statutory Auditors' Report	82
Balance Sheet	94
Statement of Profit & Loss	95
Statement of Cash Flow	96
Statement of Changes in Equity	98
Notes forming part of the Financial Statements	99



CORPORATE INFORMATION

Board of Directors & Key Managerial Personnel

Ms. Anjuly Chib Duggal
Mr. Kumar Venkatasubramanian
Mr. Sanjay Asher
Mr. C. P. Gurnani
Ms. Srividya Srinivasan
Mr. Srinivas Maruthi Patnam
Mr. Pramod Agarwal
Ms. Flavia Machado



Chairperson and Independent Director
Managing Director
Independent Director
Independent Director
Executive Director and Chief Financial Officer
Executive Director
Non-Executive Director
Company Secretary

Registered Office

Gillette India Limited
(CIN: L28931MH1984PLC267130)
P&G Plaza, Cardinal Gracias Road,
Chakala, Andheri (East),
Mumbai – 400 099
Tel. No. : (022) 6958 6000
Investor helpline No. : 86575 00524
Email Id: investorgil.im@pg.com

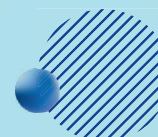
Auditors

Statutory Auditor

Kalyaniwalla & Mistry LLP
Chartered Accountants

Secretarial Auditor

Saraf & Associates
Company Secretaries



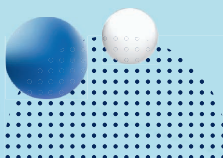
Registrar & Share Transfer Agents

MAS Services Limited
T-34, 2nd Floor, Okhla Industrial
Area, Phase II, New Delhi – 110 020
Tel. No.: 011 2638 7281 / 82 / 83
E-mail Id: info@masserv.com

Listed on Stock Exchanges

BSE Limited
National Stock Exchange of India Limited

Certain statements in this report, except for the historical data, may contain forward-looking statements, including words, phrases, numbers that set forth anticipated results based on management's current plans and assumptions. Forward-looking statements are based on current expectations and assumptions, which are subject to risks and uncertainties that may cause results to differ materially from those expressed or implied in those statements. The Company cautions investors that any such forward-looking statements are not guarantees of future performance and that actual events or results may differ materially from those statements. Actual events or results may differ materially because of factors that affect international businesses and global economic conditions, as well as matters specific to the Company and the markets it serves. The Company undertakes no obligation to update these statements whether as a result of new information, future events or otherwise, except to the extent required by law.



BOARD OF DIRECTORS



**Ms. Anjuly Chib Duggal,
Chairperson and Independent Director**

Ms. Anjuly Chib Duggal, a 1981 batch IAS Officer (Punjab cadre), retired as Secretary to the Government of India in the Department of Financial Services. Prior to this, Ms. Duggal was Secretary, Ministry of Corporate Affairs. She has worked in various areas of finance (public expenditure and financial services including banking, insurance, pensions and financial inclusion), corporate affairs, industry, personnel management and environment, among others.



**Mr. Sanjay Asher,
Independent Director**

Mr. Sanjay Asher holds a Bachelor's Degree in Commerce and a Bachelor's Degree in Law from the University of Bombay. Presently, Mr. Asher is a Senior Partner with M/s. Crawford Bayley & Co. He has been a practising Advocate since 1991 and was admitted as a Solicitor in the year 1993. He is also a qualified Chartered Accountant. He specialises in the fields of M&A, cross border M&A, joint ventures, private equity and capital markets.



**Mr. Pramod Agarwal,
Non-Executive Director**

Mr. Pramod Agarwal is an MBA from Indian Institute of Management, Ahmedabad. After over 28 years of experience with P&G, he retired in 2016. He has worked in seven geographies - India, Thailand, Japan, Philippines, USA, Singapore and Switzerland. Mr. Agarwal has led several major changes which have had a lasting impact on the business and organization. He is now a management consultant, an angel investor and mentor to several start-ups. He is very active in giving back to the society as President - Rotary Club of Delhi South.

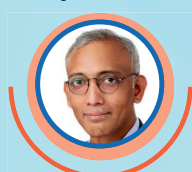
**Ms. Srividya Srinivasan,
Executive Director & Chief Financial Officer**

Ms. Srividya Srinivasan is a Bachelor of Computer Science Engineering, from Anna University, Coimbatore and a Master of Business Administration in Finance from University of Virginia, Darden School of Business. She brings a diverse and rich experience in various finance roles across a career spanning 20 years. She joined P&G in 2005 and has since worked across various roles delivering outstanding results for several P&G businesses as well as serving various markets, including USA, Latin America, Philippines.



**Mr. C. P. Gurnani,
Independent Director**

Mr. C. P. Gurnani has a degree in chemical engineering from the National Institute of Technology, Rourkela. Until December 2023, he was CEO & Managing Director of Tech Mahindra. Mr. C. P. Gurnani is an accomplished business leader with extensive experience in international business development, start-ups and turnarounds. In a career spanning 40+ years, he has held several positions with Hewlett Packard, Perot Systems and HCL Corporation. He was appointed Nasscom's chairman in April 2016 for a one-year term.



**Mr. Kumar Venkatasubramanian,
Managing Director**

Mr. Kumar Venkatasubramanian has completed his Bachelor of Engineering from National Institute of Technology and has an MBA from Indian Institute of Management, Calcutta. He started his career with P&G India in 2000 in the Sales function and worked in various sales leadership roles across India. In his 24+ years career, he has led complex categories and diverse teams across some of the world's largest markets including India, Brazil, and Australia- with his extensive leadership experience to complement his strong strategic business acumen.



**Mr. Srinivas Maruthi Patnam,
Executive Director**

Mr. Srinivas Maruthi Patnam has done his Bachelor of Engineering from Nagpur University and has an MBA in Human Resources from Symbiosis Institute of Business Management, Pune. He has been associated with the Procter & Gamble and Gillette group for the last 24 years. He is currently Vice President, Human Resources (HR), P&G Indian subcontinent. As an HR leader, he has led and driven transformational projects in various business units across five geographies, mastering talent management, organization design, change management and employee engagement at P&G.



ABOUT THE COMPANY

OUR PURPOSE

We will provide branded products and services of superior quality and value that improves the lives of the world's consumers, now and for generations to come.



The Procter & Gamble Company, US ("P&G") is a world leading multinational consumer goods Company, focused on providing trusted, branded products of superior quality, performance and value to improve the lives of its consumers around the world. Today, P&G products are sold in about 180 countries and territories throughout the world.

Gillette India Limited ("the Company") was incorporated in India as Indian Shaving Products Limited in 1984. P&G acquired the Company in the year 2005. The Company is engaged in manufacturing and selling of branded packaged fast moving consumer goods in the grooming and oral care businesses. It is one of the well-known FMCG companies that has in its portfolio Gillette, Braun and Oral-B, which are world's leading brands. The Company has carved a reputation for delivering superior products to meet the needs of consumers. The Company is committed to making every day in the lives of Indian consumers better through superior value propositions.

MANAGING DIRECTOR'S MESSAGE



Dear Shareholders,

The Company delivered a strong year in fiscal 2024-2025, with consistent performance on both top-line and bottom-line, amidst a continued challenging operating and macroeconomic environment.

Effective this year, the Company changed its Financial Year from July 1 – June 30, to April 1 – March 31. Accordingly, the current Financial Year of the Company ended on March 31, 2025, covering a period of 9 months from July 1, 2024, to March 31, 2025. For the 9-month fiscal year ended March 31, 2025, the Company reported sales of ₹2,235 crore and profit after tax for the fiscal was ₹418 crore.

These results have been driven by the execution of our Integrated Growth Strategy - portfolio, superiority, productivity, constructive disruption, and an empowered, agile and accountable organization - all in service of our consumers, customers, employees, society, and our shareholders. Importantly, this strategy is inherently dynamic. It adapts to the changing needs of consumers, customers, and society. It demands that we not sit still. Our people are focused on executing each element of our integrated growth strategy with excellence, to delight consumers and win in the marketplace, to deliver the level of balanced growth and value-creation results you and we expect.

Our strategic choice of superiority is reflected through innovation across the five vectors of product, package, brand communication, retail execution and value – holistically defined. No one vector of superiority can carry the day by itself. It's all five working together. Superior performing products in superior packages provide noticeably better benefits to consumers. They become aware of and learn about these products through superior brand communications. This comes to life in stores and online with superior retail execution and delivers superior consumer value at a price that is considered worth it across each price point where we compete. We look at superiority as a never-ending challenge and opportunity and we invest to raising the bar on our superiority standards in response to consumer needs and changes in our industry.

Our innovation history is one of the stronger bundles in recent times. We remain invested in developing innovation in each of our categories, and across our portfolios, to attract new users and help them more effectively tackle current and new jobs to be done.

Our brands are leading this through a stream of innovations including Gillette Mach 3 razors that leverage state-of-the-art technology like 3 anti-friction blades and a unique facial adaptive technology for a seamless shaving experience. We upgraded and enhanced the much-loved Gillette Guard to offer a superior, cut-free shaving experience with a Chrome-Platinum coating to better protect against rust. In our decades of serving consumers with Gillette, we have strengthened our market leadership, continuing to gain the trust of our consumers. Venus continues to educate consumers on the benefit of a pain-free hair-removal experience that it has to offer. In the Oral Care segment, the launch of iO3 electric toothbrush is bringing the superior experience of power oral care to more Indian consumers.

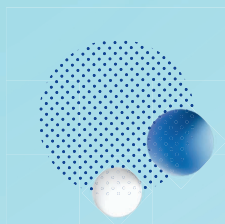
Another new addition - the Vitality Pro Sensitive electric toothbrush allows even more consumers to enjoy the benefits of electric brushing by alleviating concerns that electric brushes may be harsh on sensitive teeth.

Our focus on superiority extends to retail execution, where we are developing new tools and capabilities to win across all avenues, be it the physical shelf or the digital shelf. The strategic need to keep investing in superiority, coupled with the ongoing need to drive balanced top- and bottom-line growth, including margin expansion, underscore the importance of ongoing productivity. We have developed a strong productivity muscle over the years. Productivity is fully embedded in our operating model and is embraced in every part of our operation. At the same time, we are focused on leading disruption in a constructive way that delivers better outcomes and creates value for consumers, customers, employees, society, and shareholders. Most importantly, Organization is an integral part of our Integrated Growth Strategy. After all, it is our people who deliver and execute these strategies.

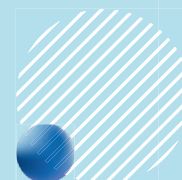
During the year, the Company continued to contribute to flagship Corporate Social Responsibility program of the P&G group, P&G Shiksha and to positively impact communities it serves and operates in. This year, we also proudly celebrated the 20-year milestone of P&G Shiksha, which is positively impacting over 50 lakh children. Initially focused on building educational infrastructure, the program has evolved to prioritize improving learning outcomes. To celebrate the two-decade impact, we also introduced a very special collection of 20 remarkable stories of change and impact, called "Twenty Tales of Triumph".

I would like to express my gratitude to all our consumers, customers, employees, business partners and YOU, our valued shareholders for your support and participation in the growth of the Company. We continue to focus keenly on creating value for our stakeholders. We are entering the new fiscal year with an approach of keeping consumers at the center, and an organization built to serve them with superior propositions that delight. If we do this effectively, consumers will benefit, customers will grow their businesses, employees will develop and thrive, we will have a positive impact on society, and shareholders will continue to be rewarded for their investment.

We believe that the best path forward remains to execute our dynamic, market-constructive – Integrated Growth Strategy. The real advantage comes from being able to do all of these things at the same time – that is what we remain committed to, towards sustained excellence in service to all our stakeholders.



**Kumar Venkatasubramanian,
Managing Director**



FINANCIAL HIGHLIGHTS 2024-25

₹2,235cr

REVENUE FROM
OPERATIONS

₹554cr

PROFIT
BEFORE TAX

₹418cr

PROFIT
AFTER TAX

₹128.17

EARNING
PER SHARE

25%

OPERATING
PROFIT MARGIN

₹328cr

CASH GENERATED
FROM OPERATIONS

TEN YEAR FINANCIAL HIGHLIGHTS

	IGAAP	IND AS									
	2016	2016 [^]	2017 [^]	2018 [^]	2019 [^]	2020 [^]	2021 [^]	2022 [^]	2023 [^]	2024 [^]	2025 [^] [§]
YEAR END FINANCIAL POSITION (₹ Crores)											
Net Fixed Assets	274	266	277	305	325	318	382	428	422	373	359
Net Worth	858	937	501	694	778	911	789	86	989	971	1023
SUMMARY OF OPERATIONS (₹ Crores)											
Revenue from operations	2072	1863	1788	1677	1862	1679	2009	2256	2477	2633	2235
Profit before Tax	327	328	374	345	339	314	429	411	473	562	554
Profit after Tax	213	214	253	229	253	230	310	289	356	412	418
Dividend paid in financial year	81	65	567	33	137	81	430	225	231	440	358
PER SHARE DATA (₹)											
Earning Per Share	65	66	78	70	78	71	95	89	109	126	128
Dividend for the Financial Year	39.52*	39.52*	164*	23	44	49	119*	69	85	130*	112 [#]
NUMBER OF SHARES (Lakhs)											
Shares	325.85	325.85	325.85	325.85	325.85	325.85	325.85	325.85	325.85	325.85	325.85

*Includes one time special dividend.

[^]Figures for these years are as per Ind-AS and Schedule III of Companies Act, 2013.

[#]The final dividend for year 2025 is subject to approval by the shareholders at Annual General Meeting.

[§]The figures for financial year 2024-25 are for 9 months period.

EXTERNAL RECOGNITIONS



Where
excellence
meets
recognition



COMMUNITY IMPACT

20
YEARS OF
P&G
shiksha
IMPACTING 50+ LAKH STUDENTS



The Company continues to give back to the communities it serves in, through P&G's flagship Corporate Social Responsibility program P&G Shiksha



DIRECTOR'S REPORT

The Board of Directors are pleased to present the annual report and the audited financial statements of the Company for the nine months Financial Year ended March 31, 2025.

FINANCIAL YEAR

The Board of Directors of the Company, on January 23, 2025, approved the change in the Financial Year of the Company from "July 1 – June 30" period to "April 1 – March 31" period. Consequently, the Financial Year of the Company for period under review, viz., 2024-25, is a period of 9 months commencing on July 1, 2024, and ending on March 31, 2025. Subsequent financial years of the Company shall commence on April 1 every year and end on March 31 of the succeeding year.

Accordingly, this report of the Board of Directors, together with all its annexures, audited financial statements and the auditors' report have been prepared for the nine months period from July 1, 2024 to March 31, 2025. Hence, the numbers are not comparable to the previous financial year, which was a twelve months period (July 1, 2023 to June 30, 2024).

DIVIDEND

During the Financial Year, the Board of Directors of the Company, at its meeting held on February 10, 2025, declared an interim dividend of ₹ 65 per equity share, which was distributed to the shareholders on March 6, 2025.

The Board of Directors of the Company, at its meeting held on May 26, 2025, have recommended a final dividend of ₹47 per equity share, for the Financial Year ended March 31, 2025. This final dividend is subject to approval of the Members at the ensuing 41st Annual General Meeting of the Company.

The aggregate dividend for the Financial Year ended March 31, 2025 (including the afore-mentioned interim and final dividend), amounts to ₹112 per equity share.

FINANCIAL RESULTS

The Company's financial performance for the Financial Year ended March 31, 2025 is summarized below:

(Figures in ₹ Crores)		
Particulars	2024-25*	2023-24
Sales	2,235	2,633
Profit before tax	554	562
Profit after tax	418	412
Appropriations:		
Opening balance in retained earnings	485	506
Other Comprehensive Income	(5)	7
Transfer from share option outstanding account	8	-
Deemed Equity Distribution to Ultimate Holding Company	(4)	-
Dividend paid in the year	(358)	(440)
Closing balance in retained earnings	543	485
Earnings per share		
- Basic (₹)	128.17	126.35
- Diluted (₹)	128.17	126.35

*Financial Year 2024-25 is a 9 months period from July 1, 2024 to March 31, 2025, and hence the figures are not comparable with the previous financial year which is a 12 months period.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS PERFORMANCE AND STRATEGY

For the 9-months Financial Year ended March 31, 2025, the Company reported sales of ₹ 2,235 Crores, driven by a robust portfolio, superior execution and a consistent pipeline of innovation to better serve consumers. Profit after tax for the fiscal was ₹ 418 Crores, driven by strong topline growth as well as deliberate productivity interventions to fuel superiority across the portfolio.



The Company continued to deliver a strong performance, across top-line and bottom-line during the Financial Year.

The Company continues to remain focused on long term value creation and to better serve consumers, customers, employees, society, and shareholders, through its integrated growth strategy, which consists of five strategic and integrated choices:

- A focused product portfolio where performance drives brand choice
- Irresistible superiority across product, package, brand communication, retail execution and value, to delight consumers
- Productivity improvement in all areas of our operations
- Leading constructive disruption of our industry across all areas of the value chain
- An empowered, agile and accountable organization, enabling us to better serve consumers.

These strategic choices reinforce and build on each other. When these strategic choices are implemented effectively, they grow markets while creating business, which in turn, grows Company's share, sales, household penetration and profit. Importantly, this strategy is inherently dynamic, adapting to the changing needs of stakeholders. This strategy is yielding consistent results for the Company, and therefore remains the right way forward as the Company steps into the new fiscal year.

GROOMING SEGMENT PERFORMANCE

During the Financial Year, the Company's grooming business delivered strong performance, marked by robust growth and continued market share gain. This was driven by a focused strategy built on irresistible superiority on product & packaging, effective consumer engagement, and continuous innovation. The Company's grooming portfolio includes brands like *Gillette Guard*, *Gillette Labs*, *Gillette Mach 3*, *Gillette Fusion*, *Gillette Venus*, *Gillette Shaving foams* and *Braun*. The Company's comprehensive grooming portfolio continues to offer wide range of products—from traditional hassle-free shaving solutions; to advanced styling and shaping tools; and electronic grooming devices, as well as comfortable shaving experience to the female grooming needs, ensuring we meet the unique requirements of every consumer. In its decades of service, the Company has strengthened its market leadership, continuing to gain trust of its users.

The Company upgraded and enhanced the portfolio of its much-loved *Gillette Guard* which offers a superior, cut-free shaving experience with a chrome-platinum coating for an enhanced protection against rust. As the Company took this proposition to market, it successfully gained the trust of millions of consumers who now rely on *Guard* for their shaving needs.



With the understanding of evolving consumer needs, the Company elevated range of *Mach 3* razors by integrating state-of-the-art technology, including three anti-friction blades and unique facial adaptive technology. This transformative shaving experience ensures that “*shave bhi ho jaye, aur pata bhi na chale*” (worry and hassle free shaving experience), giving the consumer both smooth and effortless shaving experience.

Today's consumers have diverse preferences, including a desire for tools that allows them to 'evolve' their appearance as needed. With this consumer insight at the forefront, the Company

revamped the packaging of *Gillette Fusion 5* which effectively communicates its unique and superior proposition for “*Perfect Shave, Perfect Shape.*”

Braun products continued to show healthy growth in the appliances sector.

Over the years, we have also evolved our communication strategy to cater to our consumers in a better way and thereby effectively resonate with them.

Superior communication continues to be a key vector for the Company for its female grooming segment - *Gillette Venus*. It is a critical avenue to reach consumers and educate them on the smooth, painless, and hassle-free experience that *Venus* provides. The Company does this via relatable digital and social media-led communication.

Superior packaging is also essential for the consumers, as it creates the perfect First Moment of Truth with consumers, enhancing the delightful experience when they encounter *Gillette* products. Through *Gillette Venus*, the Company upgraded this moment for its consumers, with improved cues on the package which details the feature, benefit, ingredients, and usage recommendations – all enabling consumers to quickly identify and choose the right product to meet their needs at a glance.



As a result of these key interventions across the *Gillette* portfolio, the Company recorded its highest-ever market share in the Blades and Razors category this Financial Year.

ORAL CARE SEGMENT PERFORMANCE

The Company's Oral Care portfolio serves a diverse range of consumers and their unique needs, with

an assortment of products – featuring from gentle to deep clean, special range for children, and an advanced power-oral care range. The Company continued to upgrade its propositions to keep delighting consumers and meeting their evolving needs pertaining to their oral health.



The Company is committed to enhancing consumers' experience while brushing and providing them optimum Oral Care.

In the manual oral care segment, the Company achieved significant progress with two new launches. The new *Sensitive Expert* toothbrush features a compact head and ultra-thin bristles, crafted to provide healthier gums and cleaner teeth for consumers. Moreover, the Company introduced the *Oral-B Charcoal Whitening toothbrush*, targeted at consumers looking for effective teeth whitening solutions.



With the insight that consumers who use *Oral B* power oral care products have a much superior experience, and to ensure more and more consumers can experience this, the Company launched the iO3 electric toothbrush, which is designed to provide a premium power oral care experience at an affordable price point, inviting many more consumers into the world of *Oral B* power oral care. Another new addition, is the *Vitality Pro Sensitive* electric toothbrush, which allows even more consumers to enjoy the benefits of electric brushing by alleviating concerns that electric brushes may be harsh on sensitive teeth.



The innovations in the oral care segment, supported by dynamic go-to-market activations on e-commerce platforms and a compelling communication strategy, ensures the Company connects with consumers where they are, delivering messages that truly resonate with them.

ECONOMIC OUTLOOK, RISKS & OPPORTUNITES

The International Monetary Fund (IMF) projects Indian economy to grow by 6.2% in 2025 and 6.3% in 2026. This estimate stands tall against the global growth projection which is projected at 3.3% in both 2025 and 2026, thus projecting that India will maintain its position as a fast-growing major economy globally. The growth is expected to be supported by private consumption, particularly in rural areas.

Further, IMF predicts the global inflation rate to decrease to 4.3% in 2025 and decline further to 3.6% in 2026.

Steady government and private investment and economic indicators of tax collections, foreign reserves continuing to be healthy, present an optimistic outlook for future, however, inflation and demand needs to be remain on the watchlist in light of the evolving global trade policies.

Although India's economy is well-paced for growth, uncertainties in global markets, financial volatility, and disruptions in trade present significant risks. Strategic reforms and fiscal strategies are crucial to sustain and boost this growth amid evolving global dynamics.

Within the FMCG industry, demand trends continue to evolve. While non-food Inflation continues to stay below RBI's medium-term target of 4%*, consumer consumption trends are still shifting. With healthier monsoons last year and rural wages picking up, rural demand is showing signs of healthy recovery. Urban demand continues to remain soft, however government investment is expected to inflect growth shortly.

In this environment, the Company continues to hold a cautiously optimistic outlook for the future and is well positioned to sustain and improve its performance with its integrated growth strategy and serve the consumers with superior products.

Sources:

Press release of Ministry of Finance dated March 20, 2025; Press release of Ministry of Finance dated April 23, 2025; and IMF World Economic Outlook, April, 2025

FINANCIAL RATIOS & INDICATORS

Ratios	2024-25	2023-24	% Change
Debtors' turnover ratio	6.84	8.86	-23 [#]
Inventory turnover ratio	5.26	6.52	-19 [#]
Current ratio	1.64	1.56	5
Net capital turnover ratio	4.46	6.16	-28 [#]
Trade payables turnover ratio	1.50	1.64	-9 [#]
Return on capital employed	50%	53%	-6 [#]
Return on investment	5%	4%	8 [#]

Ratios	2024-25	2023-24	% Change
Operating profit margin	25%	22%	15
Net profit margin	19%	16%	20%
Return on net worth	42%	42%	0 [#]

[#]The numbers are not comparable as current year is a nine month period vs. twelve month period in the previous year.

Note: The Company did not have any borrowings during the Financial Year, hence interest coverage ratio and debt equity ratio are not applicable.

RISK MANAGEMENT

The Company has set up a Risk Management Committee and has also adopted a risk management policy. Adequate measures have been adopted by the Company to anticipate, plan and mitigate the spectrum of risks it faces. The Company's risk management process focuses on ensuring that these risks are identified and addressed on a timely basis. The risks are identified by a consistent process

across functions and the Company also strives to link each risk with a mitigation step to ensure business continuity. The risk report is reviewed at regular intervals, to ensure that risks are planned for mitigation, for the fact that not all risks can be eliminated.

As part of the business sustainability and governance process, in order to ensure a robust risk management system, in line with the applicable laws, the Company follows a proactive risk management policy, aimed at protecting its employees, assets and the environment, while at the same time ensuring growth and continuity of its business. The Company also has adequate insurance coverage to protect the value of its assets. The Company has in place a very stringent and responsive system under which all its distributors and vendors are assessed before being selected.

REGULATORY AND COMPLIANCE

The Company operates within the letter and spirit of all applicable laws. General compliance with legal requirements is an important component of the Company's Worldwide Business Conduct Manual and the same expects the following from its employees:

- To uphold our Purpose, Values, and Principals in our work and in the business decision we make
- To do the right thing at all times
- To follow standards set forth in the WBCM and the law at all times
- To know and fully comply with the laws, regulations, and company policies that apply to the employees' work
- To be alert to any situations or actions that may violate the law, the WBCM or Company policies, and to report them appropriately



The Company has set in place the requisite mechanism for meeting the compliance requirements, periodic monitoring of compliance to avoid any deviations, and regular updates to keep pace with the regulatory changes.

A number of training programs are conducted periodically for employees with respect to various compliance related topics such as Global Anti-Corruption Standards, Prevention of Sexual Harassment at Workplace, Whistle-blower Mechanism, Conflict of Interest, Data Privacy, Data Integrity, Anti-Trust compliance etc.

SECURITY

The Company has implemented comprehensive security programs supported by latest technology and trained manpower to protect employees and assets, at its office and plants. During the Financial Year under review, no major security breaches or incidents occurred at your Company's plant. A comprehensive security risk assessment is carried out regularly and adequate security measures are implemented to cater to changing security scenario. The Company has installed the best of the security measures and processes to protect its personnel and assets.

INTERNAL CONTROLS & THEIR ADEQUACY

The Company continues to prioritize sustainable control processes that are an integral part of organization culture. It has built strong Internal Controls Environment and Risk Assessment and Management systems. These systems enable the Company to comply with Internal Company policies, procedures, standard guidelines, and local laws to help protect Company's assets and confidential information including personal identifiable information against financial losses and unauthorized use. The robust controls environment at the Company is efficiently managed and monitored through below measures:

- **Controls Self-Assessments**

CSA's are performed during the year across business processes. The purpose of this thorough exercise is to review and evaluate process compliances against standard control objective, activities, and attributes. This enables the Company to proactively identify control weaknesses and initiate actions to sustainably mitigate them. Along with CSA's, the company also has a process of continuous monitoring

selective controls in manufacturing processes via an internally developed toolkit that tracks control activities and assesses effectiveness of controls with the process owners by selecting auto samples for packing, planning, warehousing, etc. Samples are auto picked up every quarter for the respective areas in the toolkit and tested. Defects, if any, are reviewed by the management. This ensures ongoing monitoring of controls for operational areas.

- **Governance and Global Internal Audit**

There are internal control experts in the organization guiding business teams on day-to-day compliance requirements. They also ensure that all key processes, i.e. selling, distribution, trade & marketing expenses, vendor payments, etc. are reviewed and assessed at appropriate intervals via CSAs, standard operating procedures and process reviews or audits as applicable. As part of their ongoing monitoring process, if there are issues identified, those are reported to senior management for implementing action plans to strengthen control environment in these processes. The assessments of high-risk and Sarbanes-Oxley Act (SOX) compliance areas are done by Company's Global Internal Audit (GIA) team. GIA comprises of certified internal auditors who have experience across different markets and have independent centers of excellence. Issues raised by internal audit teams are tagged to business owners and issue remediation is then reviewed and reported appropriately to the senior leadership.

- **Governance Board**

The Governance Board is led by the Managing Director and comprises Chief Financial Officer, Chief Human Resource Officer, Supply Chain Leader, Purchasing & Sustainability Leader, and General Counsel. The Governance Board assesses, and reviews enterprise level risks and works with process owners and functional managers to ensure that corrective action is taken, and risk is mitigated as appropriate.

BUSINESS RESPONSIBILITY, ENVIRONMENTAL SUSTAINABILITY AND CONSERVATION OF ENERGY

The Company believes that its efforts in environmental sustainability are important to create superior propositions for consumers, customers, and shareholders, while improving its environmental impact. The Company continuously seeks to reduce the footprint of its operations and to enable consumers to reduce their footprint, when they use Company's products.

The Company's plant sites at Baddi and Bhiwadi are a zero-manufacturing-waste-to-landfill site, which means that no manufacturing waste is discharged into the environment.

The Company contributes to the P&G group's ambition to reduce Green House Gas (GHG) emissions across its operations. The Company will continue to strive in its efforts towards this ambition.

The Company aims to reduce plastic packaging waste and to design the product packaging to be recyclable or reusable; and to reduce the use of virgin petroleum plastic resin in consumer packaging. The Company continues to be compliant with the Extended Producer Responsibility guidelines on plastic packaging waste collection.

The Company also aims to play its part in protecting the water resources and addressing the key challenges impacting its operations and the local communities where it operates in.

A separate report on Business Responsibility & Sustainability has been appended as **Annexure I** to this Report.

CORPORATE SOCIAL RESPONSIBILITY

The Company's flagship Corporate Social Responsibility program - P&G Shiksha is a holistic program that focuses on improving learning outcomes for children from underserved communities across the country. P&G Shiksha has streamlined its efforts to enable every child to learn with conceptual understanding and realize their aspirations. P&G Shiksha uniquely remains single-mindedly focused on education, creating deep and lasting impact.

The Company has constituted a Corporate Social Responsibility Committee. The composition and terms of reference of the Corporate Social Responsibility Committee are provided in the Corporate Governance Report annexed to this Annual Report.

Report on Corporate Social Responsibility activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been appended as **Annexure II** to this Report.

TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT

The Company has the advantage of availing advanced technology and continuous upgradation thereof from The Procter & Gamble Company, USA and its subsidiaries. This is an unmatched competitive advantage that helps the Company deliver strong business results.

As the Company avails benefits of research and development of The Procter & Gamble Company, USA and its subsidiaries across the globe, the Company has not incurred any expenditure on research and development during the Financial Year. Technology absorption and adaptation is a continuous process. The products manufactured and sold by the Company are a result of such imported technology received on an ongoing basis. Initiatives are constantly undertaken for innovation of products, new product development, improvement of packaging, enhancement of product quality and application of best information technology to automate, simplify and generate efficiencies in various business processes.

The Company having ongoing access to cutting-edge technology, derives benefits such as product development, consistent superior product quality, process efficiencies, cost effectiveness and energy efficiency.

FOREIGN EXCHANGE EARNINGS & OUTGO

The details of foreign exchange earnings and outgo as required under Section 134 of the Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014 are mentioned below:

(Figures in ₹ Crores)

Particulars	For the year ended March 31, 2025	For the year ended June 30, 2024
Foreign Exchange earnings	117.56	206.25
Foreign Exchange outgo	555.83	618.72

RELATED PARTY TRANSACTIONS

The Company has formulated a policy on related party transactions which is also available on Company's website at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>. This policy deals with the review and approval of related party transactions in accordance with the Companies Act, 2013 and SEBI (LODR) Regulations. All related party transactions are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and at arm's length. All related party transactions are subjected to independent review by Chartered Accountant firm to confirm compliance



with the requirements under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and takes into account the OECD guidelines.

All related party transactions entered during the Financial Year were in ordinary course of the business and on arm's length basis. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable to the Company.

Details of material related party transaction entered into during the Financial Year 2024-25 are given below:

Name of Related Party	Procter & Gamble International Operations S.A.
Nature of transaction	Import of Finished goods
Amount of transaction during Financial Year 2024-25	₹365 crores

The above transaction was approved by the Shareholders by passing an Ordinary Resolution through Postal Ballot on January 8, 2018. Being related parties, the Promoter shareholders had abstained from voting on the said resolution.

LOANS AND GUARANTEES GIVEN AND INVESTMENTS MADE

The Company has not given any loans, guarantees or made any investments during the Financial Year.

PUBLIC DEPOSITS

The Company has not accepted any Public Deposits under Chapter V of the Companies Act, 2013, during the Financial Year.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("the Prevention of Sexual Harassment Act"), the Company has formulated a Policy on Prevention of Sexual Harassment at Workplace for prevention, prohibition and redressal of sexual harassment at workplace and has duly constituted Internal Complaints Committees for redressal of any such complaints received. The

Company is committed to providing a safe work environment. During the Financial Year, 2 complaints with allegation of sexual harassment were filed with the Company, which were resolved during the year. No Complaints were pending for more than 90 days from date of filing.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Sections 134(3) (c) of the Companies Act, 2013, with respect to the Directors' Responsibilities Statement, it is hereby confirmed:

- that in the preparation of the Annual Accounts for the Financial Year ended March 31, 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures
- that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit of the Company for the Financial Year under review
- that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities
- that the Directors had prepared the accounts for the Financial Year ended March 31, 2025, on a "going concern" basis
- that the Directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively
- that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE GOVERNANCE

A separate report on Corporate Governance along with the Auditors' Certificate on its compliance is annexed to this Report.

ANNUAL RETURN

The Annual Return for the Financial Year 2024-25, as required under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the Company at <https://in.pg.com/india-investors/gil/reports-announcements/announcements/>.

HUMAN RESOURCES

The Company continues to focus on creating an appealing employer brand, attracting talent that aligns with the Company's values, and nurturing that talent for future success. The Company has developed comprehensive employee centric human resource strategies, to ensure that our organization is well-prepared to meet future challenges.

India remains a critical talent source for the Company, and we have adapted our campus initiatives to proactively address the ever-evolving talent cohorts. The Company has launched innovative campus programs and revamped existing ones to continue to attract the best talent. The Company's internships, onboarding, and learning & development programs continue to receive recognition in various campus surveys. We are committed to nurturing our talent and fostering diverse leaders who will thrive in our ecosystem.

P&G India has been consistently recognized as an employer of choice. For the eighth consecutive year, AVTAR has acknowledged us as one of the top 100 companies for women in India. We have also received accolades such as the Best Organization for Women by ET Now (2025), Buddies of Wellness by People Matters (2024), and Silver Employer for progress on LGBTQ+ inclusion at the Workplace by the India Workplace Equality Index (2024), among others.

The number of employees as on March 31, 2025 was 513.

The Company is compliant with the Maternity Benefit Act, 1961.

The statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure III** to this Report.

As per the provisions of first proviso to Section 136 (1) of the Companies Act, 2013, this Report and Financial Statements are being sent to the Members of the Company excluding the statement of particulars of employees under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Any Member interested in obtaining a copy of the said statement may write to the Company Secretary at investorgil.im@pg.com.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Gagan Sawhney and Ms. Sonali Dhawan, Non-Executive Directors ceased to be Directors on the Board effective September 25, 2024. The Board of Directors of the Company express their deepest gratitude to them for their guidance and contribution to the Board during their tenure as Directors on the Board of the Company.

Mr. Gurcharan Das (erstwhile Chairperson), Mr. Anil Kumar Gupta and Mr. Chittranjan Dua ceased to be Non-Executive Independent Directors on the Board on completion of their tenures effective September 28, 2024. The P&G Management and the Board of Directors of the Company express their deepest gratitude to Mr. Gurcharan Das, Mr. Anil Kumar Gupta and Mr. Chittranjan Dua for their valuable guidance, leadership, counsel and direction to the Company during their tenure.

Ms. Anjuly Chib Duggal was elected as Chairperson of the Board effective September 29, 2024.

Mr. Sanjay Asher and Mr. C. P. Gurnani were appointed as Non-Executive Independent Directors on the Board effective September 29, 2024 and October 15, 2024 respectively, for a period of five years. Further, the Shareholders of the Company approved such appointment at the 40th Annual General Meeting.

Mr. Gautam Kamath ceased to be Executive Director and Chief Financial Officer of the Company effective October 31, 2024. The Board of Directors of the Company express their deepest gratitude to Mr. Kamath for his guidance and contribution to the Board during his tenure on the Board of the Company.

Ms. Srividya Srinivasan was appointed as Executive Director and Chief Financial Officer of the Company effective November 1, 2024. Further, the Shareholders of the Company approved such an appointment at the 40th Annual General Meeting of the Company.



Mr. Pramod Agarwal, Non-Executive Director, retiring by rotation and being eligible, offers himself for re-appointment. Appropriate resolution for said re-appointment is being proposed at the ensuing 41st Annual General Meeting of the Company.

All Independent Directors of the Company have provided declarations to the Company stating that they meet the criteria of independence as mentioned under Section 149 (6) of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"].

The Board is of the opinion that all the Independent Directors of the Company possess integrity, have relevant expertise and experience and fulfil the conditions specified under the Act and the SEBI (LODR) Regulations. The details of the familiarization programmes and annual board evaluation process for Directors have been provided under the Corporate Governance section of the Report.

NUMBER OF MEETINGS OF BOARD OF DIRECTORS

Four (4) meetings of the Board of Directors of the Company were held during the Financial Year. For further details on meetings of the Board of Directors and its Committees, please refer to the Corporate Governance section of this Report.

POLICIES

The Company has adopted various policies including policies on related party transactions, corporate social responsibility, vigil mechanism, nomination and remuneration, materiality of events and dividend distribution which are available on the website of the Company at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>.

INTERNAL AUDITOR

During the Financial Year, the Board of Directors had appointed Ms. Pooja Bhutra, Chartered Accountant as the Internal Auditor of the Company for the Financial Year 2024-25.

AUDITORS

At the Annual General Meeting held on November 18, 2022, Kalyaniwalla & Mistry LLP, Chartered Accountants, were appointed as Statutory Auditors of the Company for a second term of five years,

i.e., from the conclusion of the 38th Annual General Meeting until the conclusion of the 43rd Annual General Meeting.

The Report issued by Kalyaniwalla & Mistry LLP, Statutory Auditors on the financial statements of the Company for the Financial Year ended March 31, 2025 forms part of the Annual Report. There has been no qualification, reservation or adverse remark given by the Auditors in their Report.

SECRETARIAL AUDIT

Secretarial Audit was carried out by M/s. Saraf & Associates, Practicing Company Secretaries for the Financial Year 2024-25. There were no qualifications, reservations or adverse remarks given by Secretarial Auditors of the Company. The Secretarial Audit report is annexed to this Annual Report.

Further the Board at its meeting held on May 26, 2025, have approved appointment of MK Saraf & Associates LLP, Practicing Company Secretaries, as secretarial auditors of the Company for a term of five years from April 1, 2025 to March 31, 2030, subject to approval of shareholders of the Company at the ensuing 41st Annual General Meeting.

SECRETARIAL STANDARDS

During the Financial Year, the Company has complied with mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

ACKNOWLEDGEMENTS

The Board of Directors place on record its deep appreciation for the co-operation and support of the Company's employees, distributors, wholesalers, retailers, suppliers, clearing and forwarding agents, business associates, government authorities, bankers, consumers, employees and Shareholders and look forward to their continued support on the journey ahead.

On behalf of the Board of Directors

Anjuly Chib Duggal
Chairperson

Date: May 27, 2025
Place: Mumbai



ANNEXURE I

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT 2024-25

Dear Shareholders,

We are presenting the Company's Business Responsibility and Sustainability Report for the Financial Year ended March 31, 2025.

Our objective is balanced top- and bottom-line growth, while serving the needs of all stakeholders — consumers, customers, employees, society and shareholders. We are growing and creating value through a strategy of five integrated choices - a focused product portfolio of daily use categories where performance drives brand choice, superiority (of product performance, packaging, brand communication, retail execution and consumer and customer value), productivity, constructive disruption, and an agile, empowered and accountable organization. This strategy is inherently dynamic and adapts to the changing needs of consumers, customers and society. We see success in environmental, social and governance areas, what we call Citizenship, as an opportunity to create competitive advantage that can drive shareholder value creation.

Our efforts in environmental sustainability are important to create superior propositions for consumers, customers, and shareholders, while improving our environmental impact. We seek to reduce the footprint of our operations and enable consumers to reduce their footprint.

The Company continued to contribute to P&G India group's flagship Corporate Social Responsibility Program - P&G Shiksha and positively impacting communities. P&G Shiksha is impacting over 50 lakh children across the country since its inception 20 years ago, with a dedicated focus on improving learning outcomes for children in underserved communities.

As a consumer products company, we believe that it is important for our workforce to reflect the diversity of our consumers. We seek to foster an inclusive work environment where each individual can bring their authentic self, which helps drive innovation and enables us to better serve our consumers. Our ability to serve diverse consumers most effectively is enabled by a workforce and culture that understands, respects, and reflects the uniqueness of all the consumers we serve.

As we are entering the new fiscal year, we will continue to keep consumers at the center, with an organization passionate to serve and delight the consumer, along with all our stakeholders. When done well, consumers will benefit, customers will grow their businesses, employees will develop and thrive, we will have a positive impact on society, and shareholders will continue to be rewarded for their investment.

Kumar Venkatasubramanian
Managing Director

**SECTION A: GENERAL DISCLOSURES****I. Details of the listed entity**

Sr. No.	Particulars	Details
1.	Corporate Identity Number (CIN)	L28931MH1984PLC267130
2.	Name of the Company	Gillette India Limited
3.	Year of incorporation	1984
4.	Registered office address	P&G Plaza, Cardinal Gracias Road, Chakala, Andheri (East), Mumbai – 400099
5.	Corporate office address	
6.	E-mail id	investorgilim@pg.com
7.	Telephone number	Tel no.: +91 022 6958 6000 Investor helpline no.: +91 86575 00524
8.	Website	in.pg.com
9.	Financial Year reported	July 1, 2024 to March 31, 2025
10.	Name of the Stock Exchange(s) where shares are listed	• BSE Limited • National Stock Exchange of India Limited
11.	Paid up capital	₹ 32.59 Crores
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Ms. Flavia Machado Company Secretary & Compliance Officer Tel no.: +91 022 6958 6000 Email ID: investorgilim@pg.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	The disclosures under this report are made on Standalone basis
14.	Name of Assurance Provider	Not applicable
15.	Type of Assurance obtained	Not applicable

II. Products/services**16. Details of business activities (accounting for 90% of the turnover):**

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacture and sale of goods	Manufacture and sale of branded packaged fast moving consumer goods (FMCG)	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Grooming (Blades & razors and toiletries)	NIC 25931 & 20237	83.41%
2.	Oral Care	NIC 20235	16.59%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

The Registered office of the Company is in Mumbai, and it has two manufacturing plants, located at Bhiwadi, Rajasthan and Baddi, Himachal Pradesh.

Location	Number of plants	Number of offices	Total
National	2	20*	22
International	-	-	-

* Includes number of depots/distribution centers/warehouses across India

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	The Company has a pan-India presence, and its products are sold across India (28 States and 8 Union Territories).
International (No. of Countries)	15 countries*

* During the Financial Year 2024-25, the Company exported products to 15 countries.

b. What is the contribution of exports

Percentage of exports to the total turnover of the entity	4.86%
---	-------

c. A brief on types of customers

The Company is engaged in manufacturing and selling of branded packaged fast moving consumer goods in the grooming and oral care businesses and serves consumers with trusted and quality brands, including Gillette, Braun and Oral-B. The Company's distribution channels, inter alia, include distributors, modern retail stores, canteen stores, pharmacies and e-commerce platforms.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Employees (other than workers)						
1.	Permanent (D)	108	63	58%	45	42%
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	108	63	58%	45	42%
Workers						
4.	Permanent (F)	405	396	98%	9	2%
5.	Other than Permanent (G)*	587	556	95%	31	5%
6.	Total workers (F + G)	992	952	96%	40	4%

* Other than permanent workers include contractual labour.

b. Differently abled employees and workers: Nil



21. Participation/Inclusion/Representation of women:

Sr. No.	Designation	Total (A)	No. and percentage of females	
			No. (B)	% (B/A)
1.	Board of Directors	7	2	28.57%
2.	Key Managerial Personnel (KMP)	4*	2	50.00%

* 3 KMPs, viz., Mr. Kumar Venkatasubramanian, Managing Director, Mr. P. M. Srinivas, Executive Director and Ms. Srividya Srinivasan, Executive Director and CFO are also part of the Board of Directors.

22. Turnover rate for permanent employees and workers:

	F.Y. 2024-25			F.Y. 2023-24			F.Y. 2022-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	14.29%	6.52%	11.01%	10.59%	10.19%	10.44%	2.90%	2.50%	2.70%
Permanent Workers	4.81%	0.00%	4.70%	10.33%	12.12%	10.37%	1.80%	0.00%	1.70%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. Names of holding / subsidiary / associate companies / joint ventures:

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding / Subsidiary / Associate / Joint Venture	% of shares held	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	The Procter & Gamble Company, USA	Ultimate holding company	75.00% (Indirect through its subsidiaries)	The Company is a subsidiary of The Procter & Gamble Company, USA, ("P&G US", together with all its subsidiaries "P&G"). The Company has adopted P&G's global standards in P&G's Worldwide Business Conduct Manual as Company's business responsibility policy. The Company's business responsibility initiatives are guided by the global standards and practices, followed by P&G US.
2.	Procter & Gamble Overseas India B.V., The Netherlands	Holding company	75.00% (Direct holding- 40.12%; and Indirect through its subsidiary- 34.88%)	

VI. CSR Details

- 24.** (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **Yes**
(ii) Turnover : ₹ **2,235 Crores**
(iii) Net worth : ₹ **1,023 Crores**

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	F.Y. 2024-25			F.Y. 2023-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	P&G's Worldwide Business Conduct Manual (the WBCM) sets forth the Company's standards of business responsibility and any grievances with respect to the WBCM are handled in accordance with process set forth in the WBCM. Web-link to the WBCM: https://in.pg.com/policies-and-practices/worldwide-business-conduct-manual/	Nil	Nil	-	Nil	Nil	-
Employees and workers		6	1	-	11	1	-
Customers		Nil	Nil	-	Nil	Nil	-
Value Chain Partners		4	1	-	12	2	-
Investors (other than Shareholders)	The Company has dedicated contact details for investors and shareholders- investorgilim@pg.com .	Nil	Nil	-	Nil	Nil	-
Shareholders		3	Nil	-	8	Nil	-

26. Overview of the entity's material responsible business conduct issues:

Note: Information provided in this report, including in response to this item, should not be construed as "material" for purposes of financial reporting, ESG reporting, or otherwise under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Indian Companies Act, 2013 (read with Rules thereunder), U.S. securities laws and regulations, or the laws or regulations of any jurisdiction. We provide information below on the environmental and social matters that we judge to be most relevant and meaningful to our business.



S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Plastic packaging waste	Risk	The Company's products have plastic packaging.	The Company has an ambition to reduce plastic packaging waste. The Company aims to design the consumer packaging to be recyclable or reusable; and to reduce the use of virgin petroleum plastic resin in consumer packaging. The Company has been fulfilling its Extended Producer Responsibility (EPR) Obligations with respect to collection of plastic packaging waste.	Creating superior and sustainable packaging solutions represents an opportunity to delight consumers and retail partners and create incremental sales and profit in return. However, the cost of developing sustainable packaging alternative and cost of implementing processes to be put in place for compliance with EPR obligations in respect of reuse, recycle and end of life disposal of plastic packaging waste could be significant, especially with challenges such as absence or unavailability of technology solutions for developing alternative packaging, and lack of availability of post-consumer recycled (PCR) meeting appropriate quality standards.
2.	Diversity and Inclusion	Opportunity	Diversity and Inclusion is good for our business – broadening our ability to better serve our consumers, as well as supplementing our efforts to attract, develop, and retain the best employees from the broadest pool of talent available.	Our Equality & Inclusion (E&I) efforts are integrated into how we serve diverse consumers. Our ability to do this most effectively is enabled by a workforce and culture that understands, respects and reflects the uniqueness of all the consumers we serve.	We believe that our E&I efforts provide us with a sustained competitive advantage and further enhances shareholder value.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Community impact	Opportunity	Being a good corporate citizen is core to who we are as a Company. Therefore, it remains a priority now, and in the future.	We continue to give back to the communities we serve through our flagship Corporate Social Responsibility program – P&G Shiksha, which focuses on providing education for underprivileged children through a 360-degree educational intervention to enhance education infrastructure, improve learning outcomes and support communities via targeted education interventions.	P&G Shiksha is focused on creating scalable and sustainable impact, in underserved communities. The efforts are in line with the national priorities as called out in the National Education Policy 2020. As India is a diverse and expansive country, and considering the scale of the challenge P&G Shiksha aims to address, there continues to be a big opportunity for making a positive impact in the communities we serve.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements

- Principle 1 Ethics, Transparency and Accountability (P1)
- Principle 2 Safe Products & Products Lifecycle Sustainability (P2)
- Principle 3 Employees' Well-being (P3)
- Principle 4 Stakeholder Engagement (P4)
- Principle 5 Human Rights (P5)
- Principle 6 Environment Protection (P6)
- Principle 7 Policy Advocacy (P7)
- Principle 8 Inclusive Growth (P8)
- Principle 9 Customer Value (P9)



Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	The Company has adopted P&G's WBCM, as its Business Responsibility policy, which sets forth global standards, covering all NGRBC Principles.								
	b. Has the policy been approved by the Board?	The Board of the Company at its meeting held on August 24, 2017, had approved P&G's WBCM, as Company's Business Responsibility policy.								
	c. Web Link of the Policies, if available	https://in.pg.com/policies-and-practices/worldwide-business-conduct-manual/								
2.	Whether the entity has translated the policy into procedures	While the WBCM policy sets forth core global standards explaining legal & ethical responsibilities, there are detailed policies and procedures in place in respect of various expectations laid down in the WBCM.								
3.	Do the enlisted policies extend to your value chain partners	P&G expects its value chain partners to follow relevant aspects of the WBCM. Further information is available at pgsupplier.com.								
4.	Name of the national and international codes / certifications / labels / standards (e.g. <i>Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea</i>) standards (e.g. <i>SA 8000, OHSAS, ISO, BIS</i>) adopted by your entity and mapped to each principle.	Our Human Rights Policy Statement communicates our support for the UN Guiding Principles on Business and Human Rights and the principles concerning fundamental rights as set out in the International Labour Organization (ILO) Declaration on Fundamental Principles and Rights at Work. (P5) The Company's Health & Safety Environment management systems follow stringent and robust internal standards (P3, P6).								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Continuous efforts of reducing environmental footprint: We have made significant progress across our focus areas of climate, water, and waste. We continue to seek to leveraging renewable sources of energy in our operations.								
Governance, leadership and oversight										
6.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr. Kumar Venkatasubramanian, Managing Director								
7.	Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	The Managing Director is responsible for decision making.								

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
8.	Details of Review of NGRBCs by the Company: Performance against above policies and follow up action; and Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances a. Whether review was undertaken by Director / Committee of the Board/ Any other Committee b. Frequency of review	The Audit Committee reviews the Vigil Mechanism report, viz., complaints filed as per process laid down in the WBCM, on a quarterly basis. Compliance with statutory requirements is reviewed by the Board of Directors, annually, including statutory requirements relevant to NGBRC Principles. The Corporate Social Responsibility Committee reviews the business responsibility and sustainability report annually. Further, the Board is updated on various actions or updates relevant to the NGBRC Principles from time to time, e.g. compliance with Plastic Waste management regulations.								
9.	Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	The Company has a robust internal audit process led by P&G's Global Internal Audit (GIA) function which consists of a team of independent fulltime Internal Controls experts. GIA function carries out audits on various matters, including various policies and processes under the WBCM, on a regular basis.								

10. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Not Applicable

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1- BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Taken together, P&G's Purpose, Values and Principles are the foundation for P&G's unique culture. Throughout our history, our business has grown and changed while these elements have endured and will continue to be passed down to generations of P&G people to come. More information about our Purpose, Values and Principles are contained in the WBCM.

1. Percentage coverage by training and awareness programs on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training / awareness programs	% of persons in respective category covered by the awareness programmes
Board of Directors	6*	- Vigil mechanism (Ethics) - Community impact- CSR initiatives - Plastic waste management compliance update - Environmental sustainability initiatives - Equality & inclusion initiatives - Customer value & engagement (Go-to-market initiatives)	100%
Employees (including Key Managerial Personnel)	6**	- Doing the Right Thing training - WBCM fundamentals (e.g. speaking up, reporting resources), Safeguarding & Managing Information, Protecting Privacy, Stewardship with Vendors & Physical Security - Prevention of sexual harassment - Anti-Bribery and Anti-Corruption training - Health, Safety and Environment (HS&E) Training - Training on inclusion of persons with disability - We See Equal- Equality & inclusion summit	100%

* Various topics discussed at Board & Committee meetings, and other connects held from time to time.

** Above cover the system-monitored mandatory web-based trainings deployed to employees. Apart from the above, there are various other virtual and in-person trainings conducted from time-to-time to relevant employees, based on functions, new-joiners etc. on various topics such as World-wide Business Conduct Manual, Prevention of Sexual Harassment, Data Privacy, Anti-bribery etc.

2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators / law enforcement agencies / judicial institutions, in the financial year (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

During the Financial Year, there were no material fines/penalties punishment/ award/ compounding fees/ settlement amount paid (either monetarily or non-monetarily) as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015.

3. Of the instances disclosed in Question 2 above, details of the Appeal / Revision preferred in cases where monetary or non-monetary action has been appealed - Not applicable

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Company has adopted the P&G anti-bribery Policy. The Company's anti-bribery policy prohibits bribes to government officials and employees everywhere we do business, including by Company employees or by external parties operating on the Company's behalf. The Company conducts regular trainings for

employees in order to create awareness of the anti-bribery policy. The anti-bribery policy is hosted on the Company intranet. Details of the anti-bribery policy forms part of the WBCM, which is available at <https://in.pg.com/policies-and-practices/worldwide-business-conduct-manual/>.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

	F.Y. 2024-25	F.Y. 2023-24
Directors	Nil	Nil
KMP	Nil	Nil
Employee	Nil	Nil
Worker	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	F.Y. 2024-25		F.Y. 2023-24	
	Number	Remark	Number	Remark
In relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
In relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest- Not Applicable

8. Number of days of accounts payables [(Accounts payable * 365) / Cost of goods/services procured]:

	F.Y. 2024-25	F.Y. 2023-24
Number of days of accounts payable	159	142

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties:

Parameter	Metrics	F.Y. 2024-25	F.Y. 2023-24
Concentration of Purchases	a. Purchase from trading houses as % of total purchases	Nil	Nil
	b. Number of trading houses where purchases are made from	Nil	Nil
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Nil	Nil
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	84.96%	96.31%
	b. Number of dealers / distributors to whom sales are made	35	36
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	59.01%	54.55%



Parameter	Metrics	F.Y. 2024-25	F.Y. 2023-24
Share of RPTs	a. Purchase (Purchase with related parties / total purchases)*	43.19%	32.59%
	b. Sales (Sales to related parties / total sales)	4.13%	4.90%
	c. Loans & advances (Loans & advances given to related parties / total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties / Total investments made)	Nil	Nil

* Purchase of goods and raw and packing materials considered.

PRINCIPLE 2 - BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively

	F.Y. 2024-25	F.Y. 2023-24	Details of improvements in environmental and social impacts
R&D	Nil	Nil	As the Company avails benefits of research and development of the Procter & Gamble group across the globe, the Company has not incurred any expenditure on research and development during the Financial Year. The Company from time to time spends on energy efficient equipment, such as energy efficient pumps, energy efficient lighting etc. During the Financial Year, spend towards such equipment has not been substantial vs. total capital expenditure of the Company.
Capex	-	-	

2. a. Does the entity have procedures in place for sustainable sourcing?

The Company has a 'Responsible Sourcing Expectations for External Business Partners' which shares expectations with our external business partners on various areas, including, inter alia, legal compliance, respecting human rights, no child labour, no discrimination, environmental sustainability, prevention of bribery & corruption. Further, based on risk relevance of the nature of business or operations of the Supplier, certain assessments are undertaken, such as EcoVadis sustainability assessment or Sedex Members Ethical Trade Audit (SMETA).

b. If yes, what percentage of inputs were sourced sustainably?

100% of the Company's suppliers are covered under Company's 'Responsible Sourcing Expectations for External Business Partners'. Based on risk relevance of the nature of business or operations of the Supplier, certain suppliers are required to undertake assessments, such as EcoVadis sustainability assessment or Sedex Members Ethical Trade Audit (SMETA).

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life.

In accordance with the Plastic Waste Management Rules, 2016 (as amended from time to time), the Company has been collecting plastic packaging waste and fulfilling its Extended Producer Obligations (EPR).

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities. If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, Extended Producer Responsibility (EPR) is applicable to the Company and the Company has submitted the waste collection plan in line with the Extended Producer Responsibility (EPR) plan to Pollution Control Board.

PRINCIPLE 3 - BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

1. a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees (other than workers)											
Male	63	63	100%	63	100%	N.A.	N.A.	63	N.A.	63	100%
Female	45	45	100%	45	100%	45	100%	N.A.	100%	45	100%
Total	108	108	100%	108	100%	45	100%	63	100%	108	100%
Other than Permanent employees											
Male	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Female	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

b. Details of measures for the well-being of workers:

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	396	396	100%	396	100%	N.A.	N.A.	396	100%	396	100%
Female	9	9	100%	9	100%	9	100%	N.A.	N.A.	9	100%
Total	405	405	100%	405	100%	9	100%	396	100%	405	100%
Other than Permanent workers*											
Male	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Female	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

* 'Other than permanent workers' are workers engaged through third-party contractors, and their well-being is managed through contractual terms & conditions with the third-party contractors.

c. Spending on well-being measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

	F.Y. 2024-25	F.Y. 2023-24
Cost incurred on well-being measures as a % of total revenue of the Company	0.02	0.07

2. Details of retirement benefits:

Benefits	F.Y. 2024-25			F.Y. 2023-24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	100%	N.A.	100%	100%	N.A.
ESI	Nil	Nil	N.A.	Nil	Nil	N.A.

3. Accessibility of workplaces:

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard

The Company recognizes the importance of meeting the requirements of the Rights of Persons with Disabilities Act, 2016 and are taking proactive steps to support the needs of individuals with disabilities. The Company has implemented various measures to provide accessible infrastructure, including ramps, wheelchair access, accessible washroom, accessible parking, fire hooter and flasher with integrated fire alarm system, automated sliding doors, height adjustable workstations, voice announcement in service elevators, etc.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy:

The P&G Worldwide Business Conduct Manual (the WBCM) sets forth the Company's commitment to providing equal opportunities in employment. The WBCM prohibits employees from engaging in any form of unlawful discrimination. The WBCM requires employees to follow all anti-discrimination laws, and to ensure that employment decisions (such as recruiting, hiring, training, salary and promotion), do not discriminate against individuals on the basis of disability, race, colour, gender, age, national origin, religion, sexual orientation, gender identity, gender expression, marital status, citizenship, veteran status, HIV / AIDS status or any other legally protected factor. The WBCM is available at <http://in.pg.com/policies-and-practices/worldwide-business-conduct-manual/>.

5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	100%	100%
Female	100%	100%	100%	100%
Total	100%	100%	100%	100%

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief:

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, The WBCM sets out several ways employees and others may report concerns, including via The Worldwide Business Conduct Helpline which is available via telephone, email, or web reporting around the world 24 hours a day, seven days a week. It is staffed by an independent company and can take calls in most languages. Reports of actual or suspected violations may also be made anonymously, where allowed by applicable law.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:

Category	F.Y. 2024-25			F.Y. 2023-24		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)
Total Permanent Employees	108	Nil	Nil	103	Nil	Nil
- Male	63	Nil	Nil	62	Nil	Nil
- Female	45	Nil	Nil	41	Nil	Nil
Total Permanent Workers	405	Nil	Nil	420	Nil	Nil
- Male	396	Nil	Nil	411	Nil	Nil
- Female	9	Nil	Nil	9	Nil	Nil

8. Details of training given to employees and workers:

Category	F.Y. 2024-25					F.Y. 2023-24				
	Total	On Health and safety measures		On Skill upgradation		Total	On Health and safety measures		On Skill upgradation	
	(A)	No. (B)	% (B/A)	No. (C)	% (C/A)	(D)	No. (E)	% (E/D)	No. (F)	% (F/D)
Employees (other than workers)										
- Male	63	63	100%	63	100%	62	62	100%	62	100%
- Female	45	45	100%	45	100%	41	41	100%	41	100%
Total	108	108	100%	108	100%	103	103	100%	103	100%
Workers										
- Male	396	396	100%	396	100%	411	411	100%	411	100%
- Female	9	9	100%	9	100%	9	9	100%	9	100%
Total	405	405	100%	405	100%	420	420	100%	420	100%

9. Details of performance and career development reviews of employees and worker:

Category	F.Y. 2024-25			F.Y. 2023-24		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees (other than workers)						
- Male	63	63	100%	62	62	100%
- Female	45	45	100%	41	41	100%
Workers						
- Male	396	396	100%	411	411	100%
- Female	9	9	100%	9	9	100%

10. Health and safety management system:
a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, we have a robust occupational health and safety management system which covers all employees and workers of the Company, including external parties, who work at or visit the Company's sites.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

We are committed to having safe and healthy operations around the world to protect the life and health of our employees and the community surrounding our operations, to protect our assets, to ensure business continuity and to engender public trust.

On a routine basis, the Company ensures that health, safety & environmental required tests, inspections and monitoring of devices, equipment, process systems, and facility systems are conducted per the required frequencies and procedures. We also ensure that results are assessed for potential risks and, if necessary, a remedial plan and schedule are developed.

On non-routine basis, the Company ensures appropriate health, safety & environmental risk assessments, studies, classifications, and clearances are completed by appropriately trained or qualified persons before commissioning. We also ensure appropriate measures, including engineering and administrative controls, have been incorporated in the design and construction of facilities and operating systems to meet legal requirements and protect employees, the community and the environment from physical, health and environmental hazards.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes/ No)

Yes, the WBCM requires every employee who becomes aware of, or suspects, any unsafe working conditions or other safety issues, to report the situation to the employee's manager, respective site safety leader or Legal immediately. Adequate measures are taken to mitigate any work-related hazards.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, employees and workers of the Company have access to non-occupational medical and healthcare services.

11. Details of safety related incidents:

Safety Incident/Number	Category	F.Y. 2024-25	F.Y. 2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employee	Nil	Nil
	Worker	Nil	Nil
Total recordable work-related injuries	Employee	Nil	Nil
	Worker	Nil	1
No. of fatalities	Employee	Nil	Nil
	Worker	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employee	Nil	Nil
	Worker	Nil	Nil

12. Describe the measures taken by the entity to ensure a safe and healthy workplace:

The Company is committed to promoting respect of our employees in the workplace, ensuring workplace health and safety, and ensuring fair employment practices. Accordingly, we are committed to the highest standards of safety to protect ourselves, our employees and external parties who work at or visit our sites. All P&G employees must follow safety and security procedures, as well as applicable laws and regulations. If employees are aware of, or suspect, any unsafe working conditions or other safety issues, they must report the situation to their manager, site safety leader or Legal immediately. If there are any concerns about health at work, the employee must promptly contact their site Health Services (Medical) unit.

13. Number of complaints on the following made by employees and workers:

	F.Y. 2024-25			F.Y. 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	Nil	Nil	Nil	Nil
Health & Safety	Nil	Nil	Nil	Nil	Nil	Nil

14. Assessments for the year:

	% of your plants and offices that were assessed* (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working conditions	100%

*The Company has in place a compliance monitoring tool for assessing compliances with respect to various laws. Further, the company sites also go through extensive H&SE internal audits, periodically.

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions: Not applicable**PRINCIPLE 4- BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS****1. Describe the processes for identifying key stakeholder groups of the entity**

Groups which are impacted or are likely to be impacted by the business operations of the Company or which impact or are likely to impact the business operations of the Company, are identified as key stakeholders of the Company. Key stakeholders identified by the Company are its employees, investors, consumers, customers, suppliers & value chain partners, government & regulatory bodies and community, at large.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other)	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	- Regular organizational engagements (in-person & virtual) - Email	Ongoing Event based	- Employee engagement activities - Learning and development - Employee recognition - Employee performance review and career development - Employee safety and well-being
Shareholders / Investors	No	- Annual general meeting - Postal ballots/e-voting - Website updates - Newspaper notices - Email - Analyst/ Institutional shareholder meeting	Annual Event based Event based Ongoing Event based Annual	- Engagement with management on business performance & strategy - Seeking approval on resolutions - Disclosure of information - Resolution of share related grievances
Consumers	No	- Advertisements on various media (TV, Social media, newspaper etc.) - Website - Email - Phone	Ongoing	- Awareness of Company's products - Seeking consumer feedback - Resolution of consumer queries / complaints
Customers	No	- Email - Phone - Market visits and In-person meetings	Ongoing	Distribution of goods
Suppliers & value chain partners	No	- Email - Phone - Supplier portal- website - Meetings	Ongoing	- Sourcing related discussions - Conducting third-party risk assessment for engaging suppliers
Government & Regulatory bodies	No	- In-person meetings - Advocacy through Trade Associations - Email - Statutory filings (electronic physical filing)	Ongoing	- Advocacy on proposed laws and policies impacting business & operations - Various applications, incl. licenses etc. - Statutory compliances
Community	Yes	- Connects via NGO partners - On-ground field visits	Ongoing	- CSR activities - Equality & Inclusion objectives

PRINCIPLE - 5 BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Respect for Human Rights is fundamental to the way we manage our business. This includes respecting and promoting the human rights of our employees, our external business partners, and the communities in which we live, serve, and operate. We support the U.N. Guiding Principles for Business and Human Rights, which respects and honors the principles of internationally recognized human rights, including those rights expressed in the International Bill of Human Rights (i.e., Universal Declaration of Human Rights, the International Covenants on Economic, Social and Cultural Rights, and the International Covenants on Civil & Political Rights); the principles concerning fundamental rights as set out in the International Labor Organization Declaration on Fundamental Principles and Rights at Work; and the United Nations Declaration of the Rights of Indigenous Peoples.

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity:

Category	F.Y. 2024-25			F.Y. 2023-24		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (D)	No. of employees / workers covered (E)	% (E / D)
Employees (other than workers)						
Permanent	108	108	100%	103	103	100%
Other than permanent	-	-	-	-	-	-
Total Employees	108	108	100%	103	103	100%
Workers						
Permanent	405	405	100%	420	420	100%
Other than permanent	-	-	-	-	-	-
Total Workers	405	405	100%	420	420	100%

Note: All employees of the Company are trained on the expectations under the Worldwide Business Conduct Manual.

Additionally, the WBCM compliance certifications are obtained from all Managers of the Company annually.

2. Details of minimum wages paid to employees and workers:

Category	F.Y. 2024-25					F.Y. 2023-24				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees (other than workers)										
Permanent	108	Nil	Nil	108	100%	103	Nil	Nil	103	100%
Male	63	Nil	Nil	63	100%	62	Nil	Nil	62	100%
Female	45	Nil	Nil	45	100%	41	Nil	Nil	41	100%
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	405	Nil	Nil	405	100%	420	Nil	Nil	420	100%
Male	396	Nil	Nil	396	100%	411	Nil	Nil	411	100%

Category	F.Y. 2024-25					F.Y. 2023-24				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Female	9	Nil	Nil	9	100%	9	Nil	Nil	9	100%
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-

* 'Other than permanent workers' are workers engaged through third-party contractors, and their wages are managed by the third-party contractors, who are contractually obligated to comply with legal requirements, including compliance in respect of wages.

3. Details of remuneration/salary/wages

a. Median remuneration / wages:

	Male		Female	
	Number*	Median remuneration / salary / wages of respective category (₹ In Lakhs)	Number*	Median remuneration / salary / wages of respective category (₹ In Lakhs)
Board of Directors (BoD)	10	10.49	3	36.61
Key Managerial Personnel [^]	3	100.79	2	30.24
Employees (other than workers)	63	49.83	45	32.44
Workers	396	12.69	9	8.31

[^] Includes Managing Director, Executive Director, Company Secretary and Chief Financial Officer

* Number comprises of persons holding office any time during the year.

b. Gross wages paid to females as % of total wages paid by the entity:

	F.Y. 2024-25
Gross wages paid to females as % of total wages	15.46%

4. Do you have a focal point responsible for addressing human rights impacts or issues caused or contributed to by the business?

Respect for Human Rights is fundamental to the way we manage our business. This includes respecting and promoting the human rights of our employees, our external business partners, and the communities in which we live, serve, and operate. The Company supports the U.N. Guiding Principles for Business and Human Rights, which respects and honors the principles of internationally recognized human rights, including those rights expressed in the International Bill of Human Rights (i.e., Universal Declaration of Human Rights, the International Covenants on Economic, Social and Cultural Rights, and the International Covenants on Civil & Political Rights); the principles concerning fundamental rights as set out in the International Labor Organization Declaration on Fundamental Principles and Rights at Work; and the United Nations Declaration of the Rights of Indigenous Peoples.

The Company recognizes that there will be times when national law and international human rights principles do not align, or where there are insufficient legal and regulatory frameworks or enforcement mechanisms. Wherever this is the case, we are committed to respecting human rights across our value chain, which encompasses our employees, our consumers, the communities where we do business, and our business partners.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues:

The Company strives to promote a work environment of confidence and trust. The Company's employees hold themselves and one another accountable for operating with trust and integrity, for stepping up as leaders and owners of the Company, and for balancing stewardship with a passion to win.

The Company aims to create a work environment internally and with our business partners that fosters open communication and supports individuals in reporting potential violations. Employees and individuals in our operations or extended value chain can report violations at the Worldwide Business Conduct Helpline, which is staffed by an independent third party - 24 hours a day, seven days a week - and includes, where permitted by local law, an anonymous way to report concerns. The Company reviews the allegations of wrongdoing with trained teams who ensure thorough, impartial and fact-based investigations. Retaliation for raising concerns in good faith will not be tolerated.

The Company will not knowingly condone or contribute to adverse human rights impacts caused by the actions of our business partners. When the Company becomes aware of an adverse impact, it engages to be part of the solution to address the issue or dilemma, including seeking to prevent or mitigate the adverse impact and working to enable effective remedy.

6. Number of Complaints on the following made by employees and workers:

	FY. 2024-25			FY. 2023-24		
	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Sexual harassment	2	Nil	-	2	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child labour	Nil	Nil	-	Nil	Nil	-
Forced labour / Involuntary labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

	F.Y. 2024-25	F.Y. 2023-24
Total complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	2	2
Complaints on POSH as a % of female employees/workers	4	4
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases:

P&G does not tolerate any form of retaliation against any person who reports a suspected violation in good faith. In addition, no one who participates or cooperates honestly and completely in the investigation of a report will be subject to retaliation for doing so. Anyone who retaliates against a person for making a good



faith report or for participating in the investigation of a report would be subject to disciplinary action, which may include termination. Further information is contained in the WBCM and our global Anti-Retaliation Policy available to all employees.

9. Do human rights requirements form part of your business agreements and contracts?

Yes, Human Rights requirements, such as prohibition of use of Child labour or bonded labour, form part of various business agreements.

10. Assessments for the year:

	% of your plants and offices that were assessed (<i>by entity or statutory authorities or third parties</i>): 100
Child labour	The Company has in place a compliance monitoring tool for assessing compliances with respect to various laws. Further, the company sites also go through extensive Health, Safety, and Environment (HS&E) internal audits, periodically.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments- Not Applicable

PRINCIPLE 6- BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

1. Details of total energy consumption (in Joules or multiples) and energy intensity:

Parameter	F.Y. 2024-25	F.Y. 2023-24
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	-	-
From non-renewable sources		
Total electricity consumption (D)	61933 GJ	75271 GJ
Total fuel consumption (E)	4814 GJ	9165 GJ
Energy consumption through other sources (F)	-	-
Total energy consumption from non-renewable sources (D+E+F)	66747 GJ	84436 GJ
Total energy consumed (A+B+C+D+E+F)	66747 GJ	84436 GJ
Energy intensity per rupee of turnover (GJ/₹ Lakhs) (<i>Total energy consumption / turnover</i>)	0.30	0.32
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (<i>Total energy consumed / Revenue from operations adjusted for PPP</i>)	0.70	0.08

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- No.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any- Not applicable, as the Company does not fall in the category of industries mandated under PAT scheme.

3. Provide details of the following disclosures related to water:

Parameter	F.Y. 2024-25	F.Y. 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	58272	112357
(iii) Third party water (Municipal water)	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	58272	112357
Total volume of water consumption (in kilolitres)	26492	69082
Water intensity per rupee of turnover (Water withdrawn (KL) / turnover (₹ lakhs))	0.12	0.43
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0.03	0.19

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)
If yes, name of the external agency. No.

4. Provide the following details related to water discharged:

Parameter	F.Y. 2024-25	F.Y. 2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
(ii) To Groundwater	-	-
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
(iii) To Seawater	-	-
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment – Offsite treatment	4227	4833
(v) Others (Applied on site)		-
- No treatment	-	-
- With treatment – Treated & applied onsite	27553	38442
Total water discharged (in kilolitres)	31780	43275

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation:

The Company strives to achieve water efficiency. This year the Company achieved 2768 kilolitres circular water through Internal Effluent Treatment Plant (ETP) Recycle and reverse osmosis (RO) and continuous electrodeionization (CEDI) Reject recycle.



6. Please provide details of air emissions (other than GHG emissions) by the entity:

Parameter	Please specify unit	F.Y. 2024-25	F.Y. 2023-24
NOx	Metric tons	165.90	0.044
SOx	Metric tons	45.30	-
Particulate matter	Metric tons	37.30	0.004
Persistent organic pollutants	Metric tons	-	-
Volatile organic compounds	Metric tons	-	0.001
Hazardous air pollutants	-	-	-
Others – please specify	-	-	0.155
(SO2)	Metric tons	-	0.011
CO	Metric tons	-	0.044

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- No.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity:

Parameter	Unit	F.Y. 2024-25	F.Y. 2023-24
Total Scope 1 emissions	Metric tonnes of CO2 equivalent	288	370
Total Scope 2 emissions	Metric tonnes of CO2 equivalent	Gross: 11925	Gross: 14978
Total Scope 1 and Scope 2* emissions per rupee of turnover (Total Scope 1 and Scope 2* GHG emissions / Revenue from operations)	MT per ₹ lakhs	0.05	0.06
Total Scope 1 and Scope 2* emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2* GHG emissions / Revenue from operations adjusted for PPP)	MT per ₹ Lakhs	0.01	0.01

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- No.

The Company's market-based Scope 2 Net GHG emissions is NIL, including application of Renewable Energy Certificates.

8. Does the entity have any project related to reducing Greenhouse Gas emission? If Yes, then provide details.

Yes, the Company contributes to the P&G's ambition to reduce Greenhouse Gas (GHG) emissions across its operations. The Company will continue to strive in its efforts towards this ambition.

9. Provide details related to waste management by the entity:

(in Metric Tonnes)

Parameter	F.Y. 2024-25	F.Y. 2023-24
Plastic waste (A)	130.19	200.91
E-waste (B)	1.47	1.51
Bio-medical waste (C)	11.65	0.05
Construction and demolition waste (D)	2890.00	264.91
Battery waste (E)	3.31	3.13
Radioactive waste (F)	-	-
Other Hazardous waste (G)	57.73	60.54
Other Non-hazardous waste generated (H)	1301.84	1338.09
Total (A + B + C + D + E + F + G + H)	4396.19	1869.14
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.02	0.01
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.00	0.00
<i>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</i>		
Category of waste		
(i) Recycled	123.5	1869.09
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	123.5	1869.09
<i>For each category of waste generated, total waste disposed by nature of disposal method</i>		
Category of waste		
(i) Incineration	-	0.05
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
Total	-	0.05

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.- No.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Within its operations, the Company strives to grow responsibly and continuously improve its efficiency while reducing our carbon footprint.

The Company Plants at Bhiwadi and Baddi are zero-manufacturing-waste-to-landfill sites, which means that no manufacturing waste is sent to landfill. The Company continues to be compliant with the government's Extended Producer Responsibility (EPR) guidelines on plastic packaging waste collection.



11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details.

Sr. no.	Location of operations/offices	Types of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
---------	--------------------------------	---------------------	--

Not applicable

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
-----------------------------------	----------------------	------	---	--	-------------------

Not Applicable

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances.

Yes, the Company is compliant with applicable environmental law, regulations and guidelines in India.

PRINCIPLE 7 - BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

1. a. Number of affiliations with trade and industry chambers/ associations- 7.
b. List the top trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to:

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers / associations (State/National)
1	The Advertising Standard Council of India (ASCI)	National
2	Federation of Indian Chambers of Commerce & Industry (FICCI)	National
3	Confederation of Indian Industry (CII)	National
4	US-India Strategic Partnership Forum (USISPF)	National
5	India Home & Personal Care Industry Association (IHPCIA)	National
6	Indian Beauty and Hygiene Association (IBHA)	National
7	Indian Society of Advertisers (ISA)	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities- Not applicable

Name of authority	Brief of the case	Corrective action taken
-------------------	-------------------	-------------------------

Not applicable

PRINCIPLE 8 - BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
-----------------------------------	----------------------	----------------------	---	--	-------------------

Not applicable

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
--------	--	-------	----------	---	--------------------------	---

Not applicable

3. Describe the mechanisms to receive and redress grievances of the community

The WBCM sets out several ways employees and others may report concerns, including via The Worldwide Business Conduct Helpline which is available via telephone, email, or web reporting around the world 24 hours a day, seven days a week. It is staffed by an independent company and can take calls in most languages. Reports of actual or suspected violations may also be made anonymously, where allowed by applicable law.

The link to the Worldwide Business Conduct Manual is <https://in.pg.com/policies-and-practices/worldwide-business-conduct-manual/>.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	F. Y. 2024-25
Directly sourced from MSMEs / small producers	3.78%
Sourced directly from within India	96.22%

Note - Computation based on amounts inclusive of GST

5. Job creation in smaller towns – Disclose wages paid to persons employed in the following locations, as % of total wage cost:

Location	F. Y. 2024-25
Rural	57%
Semi-Urban	1%
Urban	Nil
Metropolitan	42%

PRINCIPLE 9 - BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback

The Company's purpose is to provide branded products of superior quality and value that improve the lives of the consumers, now and for generations to come.



The Company has well-established consumer relations mechanism to address consumer complaints and feedback. Consumers can contact the Company through various mediums such as-

- Phone – 1800-202-1364 or +91 22-24942113
- Consumer contact support: consumersupport.pg.com
- WhatsApp chat QR Code:



2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about Environmental and social parameters relevant to the product, Safe and responsible usage, Recycling and/or safe disposal - 100%

The Company ensures compliance with legally mandated disclosure of information on product, across all products, including information on environmental and social parameters relevant to the product, safe and responsible usage, recycling or safe disposal, wherever relevant.

3. Number of consumer complaints in respect of the following:

	F.Y. 2024-25		F.Y. 2023-24	
	Received during the year	Pending resolution at end of year	Received during the year	Pending resolution at end of year
Data privacy	Nil	Nil	1	Nil
Advertising	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil
Delivery of essential services	Nil	Nil	Nil	Nil
Restrictive Trade Practices	Nil	Nil	Nil	Nil
Unfair Trade Practices	Nil	Nil	Nil	Nil
Other – Product quality / performance, offers & promotions etc.	3,834	Nil	2,889	Nil

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	Nil
Forced recalls	Nil	Nil

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy:

Yes, P&G has a detailed framework and policies on information security which cover risks related to cyber security. The Company also has a detailed framework and policies on risks related to data privacy. Various policies, standards, guidelines, and control requirements for cyber security and data privacy are communicated to employees on the Company's intranet site. The Company also undertakes trainings and awareness programs for employees on cyber security and data privacy. Details of P&G's consumer privacy policy can be viewed at <https://privacypolicy.pg.com/en-IN/>

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not applicable, as there were no incidents or penalties/regulatory action levied in respect of issues pertaining to delivery of essential services; advertising; cyber security and data privacy of customers; re-occurrence of instances of product recalls; or product safety during the financial year 2024-25.

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches	Nil
b. Percentage of data breaches involving personally identifiable information of customers	Nil
c. Impact, if any, of the data breaches	Not applicable



ANNEXURE II

CORPORATE SOCIAL RESPONSIBILITY REPORT FOR THE FINANCIAL YEAR 2024-25

[Pursuant to Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline of the Company's Corporate Social Responsibility policy (CSR)

The Company's Community Impact efforts are brought to life via its flagship Corporate Social Responsibility program – *P&G Shiksha*. The program focuses on improving foundational literacy and numeracy in children through targeted interventions focused on prevention and remediation of learning gaps. When a child falls behind in their learning level, it creates a gap between their current learning levels and what is expected at grade level, which is called the Learning Gap.

P&G Shiksha began in 2005 with the aim of providing access to education to underprivileged children. Since then, it has remained committed to a singular focus area – education. Over the last two decades, P&G Shiksha has evolved into a holistic program which works to improve learning outcomes, ensuring children are not only going to school but also learning with understanding.

The educational interventions are implemented through a 3-pronged approach: Prevention of learning gaps, Remediation of learning gaps and Ensuring Learning Continuity.

PREVENTIVE ACTION PROGRAMMES:

- **Early Childhood Education:** During early childhood when brain development is at its highest point, nurturing appropriate developmental skills has been closely linked with positive outcomes, including improved school readiness, increased knowledge retention, and holistic growth of the child. To enable this, we partner with Pratham Education Foundation for our Early Childhood Education program dedicated to children aged 3-6 years. This program focuses on developing motor, cognitive, social emotional, language and creative skills in children, thereby setting them up for a strong start as they begin their education journey. By leveraging various models partnering with state governments, ranging from in-school, Anganwadi-led, and a unique, first-of-its-kind model involving mothers as volunteers, the program leverages activity-based pedagogy.
- **Enhancing learning Environment:** In line with the belief that strong infrastructural support at schools can help make the environment around children more conducive to learning and eliminate distractions, P&G Shiksha, together with its partners at Round Table India, undertakes educational infrastructure interventions like building classrooms. This helps improve the learning environment for children and teachers, and the impact is seen in increasing enrolments, better attendance, reducing dropouts, driving efficiency for teachers, encouraging students, and therefore, overall higher learning levels.

REMEDIAL ACTION PROGRAMMES:

- **Community Learning:** A unique community based and an 'in-school' model, in partnership with Pratham Education Foundation, comes to life with the support of trained volunteers from the community, government and schools. Here, the Company follows the 'Teaching at the Right Level' approach, where children in Grades 3 to 6 are grouped according to their learning levels rather than grade, and level-specific activity-based learning is delivered to help strengthen skills in foundational subjects of language and mathematics (in line with the National Education Policy priorities). We strive for sustained impact by bringing the community at the center of interventions, taking responsibility, and playing their part.
- **Digital Remedial Learning:** P&G Shiksha is leveraging technology to bridge learning gaps, partnering with Educational Initiatives (EI). We partner with state governments to set up digital labs, where P&G and EI implement 'Mindspark', a computer-based adaptive learning tool that leverages artificial intelligence and machine learning languages to integrate pedagogy, teacher instruction and a learning management system to assess a student's learning level and develop a customized learning path for each one of them. Gamified learning helps encourage students to keep learning in the privacy of their screen, removing barriers like mockery, lack of motivation and negative spotlight. Multi-device tool access ensures continued learning at home and during breaks. Through this initiative, we are also impacting over 20,000 children from the Tribal communities of Maharashtra and Telangana, in partnership with the government offices.

ENSURING LEARNING CONTINUITY: via special learning centers for children of migrant laborer communities in Rajasthan. The program, implemented together with IBTADA, imparts foundational primary education to children not enrolled in formal education system. With this, the program aims to bring the children into formal education system.

The Corporate Social Responsibility Policy is available on the website of the Company at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>.

2. The composition of the CSR Committee during the Financial Year is as follows:

Members of the Committee	No. of Meetings held during tenure	No. of Meetings attended
Mr. Anil Kumar Gupta* (Erstwhile Chairperson)	1	1
Ms. Anjuly Chib Duggal# (Chairperson)	1	1
Ms. Sonali Dhawan^ (Erstwhile Member)	1	0
Mr. Gurcharan Das* (Erstwhile Member)	1	1
Mr. Pramod Agarwal@ (Member)	1	1
Mr. Kumar Venkatasubramanian (Member)	2	2
Ms. Srividya Srinivasan\$ (Member)	1	1

* Mr. Anil Kumar Gupta and Mr. Gurcharan Das ceased to be members of the Committee effective September 28, 2024.

^ Ms. Sonali Dhawan ceased to be member of the Committee effective September 25, 2024.

Ms. Anjuly Chib Duggal was inducted as member and Chairperson of the Committee effective September 29, 2024.

@ Mr. Pramod Agarwal was inducted as member of the Committee effective September 29, 2024.

\$ Ms. Srividya Srinivasan was inducted as member of the Committee effective November 1, 2024.

Composition of the Corporate Social Responsibility is available on the website of the Company at <https://in.pg.com/india-governance-and-policies/gil/board-composition/#social>.

3. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable

The Company conducts internal assessments to monitor and evaluate its CSR programs. The requirement of impact assessment report is not applicable to the Company for the Financial Year 2024-25.

4. Details of amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the Financial Year, if any

Amount available for set-off - Nil

Amount required for set-off - Nil

5. Average net profit of the company for last three Financial Years – ₹ 480.96 Crores

6. Details of CSR obligation for the Financial year

- Prescribed CSR expenditure (2% of amount as in item 5) – ₹ **9.62 Crores**
- Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years – **Nil**
- Amount required to be set off for the Financial Year – **Nil**
- Total CSR obligation for the Financial Year (a+b-c) – ₹ **9.62 Crores**

7. Details of CSR spent during the Financial Year

- Total amount spent for the Financial Year – ₹ **7.62 Crores**
- Total amount transferred to Unspent CSR Account as per section 135(6) – ₹ **2 Crores**
- Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) – **Nil**



8. Details of CSR amount spent against ongoing projects for the Financial Year

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project	Project duration	Amount allocated for the project (in ₹ Crores)	Amount spent for the project (in ₹ Crores)	Amount transferred to Unspent CSR Account (in ₹ Crores)*	Mode of Implementation: Direct (Yes/No)	Mode of implementation Through implementing agency	
										Name	CSR Number
1	P&G Shiksha Preventing & Remediating Learning Gaps: Early Childhood Education and Community Remedial Learning Program	Promoting education	Yes	Himachal Pradesh, Delhi, Madhya Pradesh, Maharashtra, Telangana, Rajasthan, Gujarat, Karnataka, Andhra Pradesh, West Bengal	Ongoing	5.00	3.00	2.00	No	Pratham Education Foundation	CSR00000258

Note: *The Company, vide approval of its Board of Directors dated January 23, 2025, changed its Financial Year from July 1-June 30 period to April 1- March 31 period. Accordingly, the Company's financial year 2024-25 was a nine month period commencing July 1, 2024 and ending March 31, 2025. Considering this shorter period, the Company was unable to utilize 100% of its CSR obligation (budgeted for the financial year 2024-2025). Accordingly, out of the total CSR obligation amount of ₹ 5 crores disbursed for Company's ongoing projects as stated above, an amount of ₹ 2 Crores was transferred to the unspent CSR escrow account, in accordance with Section 135(6) of the Companies Act, 2013. The said amount will be duly spent by the Company during the Financial Year 2025-26 for the allocated ongoing project.

9. Details of CSR amount spent against other than ongoing projects for the Financial Year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project	Amount spent for the project (in ₹ Crores)	Mode of Implementation: Direct (Yes/No)	Mode of implementation Through implementing agency	
							Name	CSR registration number
1.	P&G Shiksha Remediating Learning Gaps: Supporting remedial learning via digital learning	Promoting education	No	Rajasthan, Madhya Pradesh, Himachal Pradesh, Telangana, Maharashtra, Punjab, Uttarakhand, Karnataka	3.05	Yes	-	-
2.	P&G Shiksha Preventing Learning Gaps: Enhancing educational infrastructure to be learning conducive	Promoting education	Yes	Pan-India	1.27	No	Round Table India Trust	CSR00000895

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project	Amount spent for the project (in ₹ Crores)	Mode of Implementation: Direct (Yes/No)	Mode of implementation Through implementing agency	
							Name	CSR registration number
3.	P&G Shiksha Ensuring Learning Continuity: Foundational education for children of migrant labour communities	Promoting Education	Yes	Rajasthan	0.30	No	IBTADA	CSR00002333

10. a. Amount spent in Administrative Overheads – **Nil**
b. Amount spent on Impact Assessment, if applicable – **Nil**
c. Total amount spent for the Financial Year (including amounts allocated to ongoing projects transferred to unspent CSR account)– ₹ **9.62 Crores**
d. Excess amount for set-off, if any – **Nil**

Sr. No.	Particulars	Amount (in ₹ Cr)
1.	Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013	9.62
2.	Total amount spent for the Financial Year (includes amount allocated for ongoing projects transferred to unspent CSR Account)	9.62
3.	Excess amount spent for the Financial Year	Nil
4.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
5.	Amount available for set off in succeeding Financial Year	Not Applicable

11. a) Details of unspent CSR amount for the preceding three financial years: **Not Applicable**
b) Details of CSR amount spent in the Financial Year for ongoing projects of the preceding Financial Year(s): **Not applicable**
12. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the Financial Year: **Not applicable**
13. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) of the Companies Act, 2013: **Not applicable**

The CSR committee confirms that the implementation and monitoring of CSR activities, is in compliance with CSR objectives and policy of the Company.

Kumar Venkatasubramanian
Managing Director

Anjuly Chib Duggal
Chairperson of the CSR Committee



ANNEXURE III

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF COMPANIES ACT, 2013 AND RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i. Ratio of remuneration to the median remuneration of the employees of the Company and % increase in remuneration of Directors & Key Managerial Personnel for the Financial Year:

Name of Director	Designation	Total remuneration* (₹ in lakhs)	% increase in remuneration	Ratio to median remuneration
Mr. Kumar Venkatasubramanian ^{&#}	Managing Director	235.68	NA	16.56
Mr. Gurcharan Das [*]	Independent Director	8.15	6.25	0.57
Mr. Chittranjan Dua [*]	Independent Director	8.15	6.25	0.57
Mr. Anil Kumar Gupta [*]	Independent Director	8.15	6.25	0.57
Ms. Anjuly Chib Duggal	Independent Director	20.50	6.25	1.44
Mr. Sanjay Asher [%]	Independent Director	12.09	NA	0.84
Mr. C P Gurnani [%]	Independent Director	9.88	NA	0.69
Mr. Pramod Agarwal	Non-Executive Director	20.25	6.25	1.42
Ms. Sonali Dhawan [@]	Non-Executive Director	-	-	-
Mr. Gagan Sawhney [@]	Non-Executive Director	-	-	-
Mr. Gautam Kamath [^]	Executive Director & Chief Financial Officer	55.91	NA	3.93
Mr. Srinivas Maruthi Patnam [#]	Executive Director	100.79	Nil	7.07
Ms. Srividya Srinivasan ^{%#}	Executive Director & Chief Financial Officer	52.72	NA	3.70
Ms. Flavia Machado [#]	Company Secretary	7.75	14	0.54

The percentage increase is not comparable vs. last Financial Year, this Financial Year being a 9-month period.

[&] Mr. Kumar Venkatasubramanian was appointed effective May 1, 2024, hence % increase in remuneration is not applicable.

^{*} Mr. Gurcharan Das, Mr. Chittranjan Dua and Mr. Anil Kumar Gupta, ceased to be Directors effective September 28, 2024 due to completion of tenure as Independent Director

[%] Mr. Sanjay Asher, Mr. C P Gurnani and Ms. Srividya Srinivasan were appointed during the year, hence % increase in remuneration is not applicable.

^{\$} Please refer to Corporate Governance section of the Report for details of remuneration.

[@] Ms. Sonali Dhawan and Mr. Gagan Sawhney ceased to be Directors effective close of business hours of September 25, 2024

[^] Mr. Gautam Kamath ceased to be Executive Director & Chief Financial Officer effective October 31, 2024

[#] The remuneration is contributed by P&G group companies in proportion to its Net Outside Sales. The above table reflects the amount borne by the Company.

- ii. **The % increase in the median remuneration of employees in the Financial Year – 3.54%**
- iii. **The number of permanent employees on the rolls of Company- 513**
- iv. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;**

The percentage increase in the median remuneration of employees in the Financial Year was 3.54 %, whereas the average increase in managerial remuneration was 7%. The guiding principles of the compensation policy is to pay for performance, pay competitively and focus on long term success.

- v. **Key Parameters for any variable component of remuneration availed by directors:**

Executive Directors are entitled for payment of variable components in the compensation, which are dependent upon certain critical measures including- sales growth, profit growth, value share and internal controls.

Additionally, Non-Executive Independent Directors are entitled for payment of commission which is determined based on the time spent by the Directors at the Board Meetings and other Committee Meetings and contribution made by them while fulfilling their responsibilities as Board members.

It is hereby affirmed that the remuneration is as per the remuneration policy of the Company.



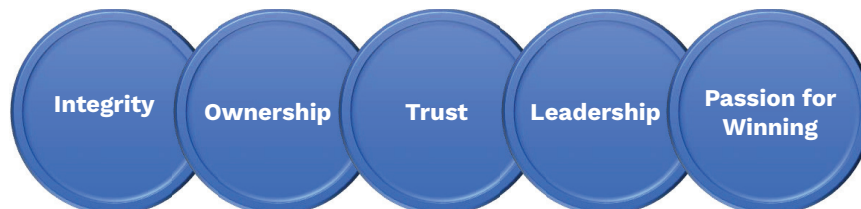
CORPORATE GOVERNANCE REPORT

The Board of Directors are pleased to present the Corporate Governance Report.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

At the core of the Company is the commitment to doing the right thing. Building and sustaining a robust business for long term depends on maintaining strong ethical, compliance, and quality standards across everything we do.

Taken together, P&G's Purpose, Values and Principles are the foundation for P&G's unique culture. Throughout its history, Company's business has grown and changed, while these elements have endured and will continue to be passed down to generations of P&G people to come.



The Company has adopted P&G's Worldwide Business Conduct Manual (WBCM) which sets forth mandatory global standards to be followed and also explains legal & ethical responsibilities. The Company's WBCM applies to all employees regardless of location, seniority level, or function. The Company has also adopted a Code of Conduct for its Directors, which is derived from three interlinked fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary personal conduct.

BOARD OF DIRECTORS AND ITS GOVERNANCE

a. Composition of the Board:

The Board of Directors of the Company comprises of an optimum combination of Executive and Non-Executive Directors. As on date of this report, the Board comprises of a Non-Executive Independent Chairperson, a Managing Director, two Executive Directors and three other Non-Executive Directors. The Board has two women Directors, of which one is an Independent Director. All other Directors, except the Managing Director and the Non-Executive Independent Directors, are liable to retire by rotation.

Non-Executive Independent Directors are independent of the management. They play a key role in balancing the functioning of the Board by bringing in independent judgement and external perspective. The terms & conditions of appointment of Independent Directors are available on the website of the Company at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>.

The Board is of the opinion that all the Independent Directors of the Company possess integrity, have relevant expertise and experience and fulfil the conditions specified under the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["the SEBI (LODR) Regulations, 2015"].

Further, all Independent Directors of the Company have provided declaration to the Company stating that they meet the criteria of independence as mentioned under Section 149 (6) of the Act and the SEBI (LODR) Regulations, 2015. All Independent Directors of the Company have completed the registration with the Independent Directors Databank maintained by the Indian Institute of Corporate Affairs.

There is no inter-se relationship between the Directors of the Company.

All Directors have confirmed that they have not been disqualified from being appointed as a Director pursuant to section 164(2) of the Act and that they are not debarred from holding the office of Director pursuant to any order of the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other such authority. The Company has obtained a certificate from M/s. Saraf & Associate LLP, Practicing Company Secretaries (annexed to this Report), affirming the same.

The composition of the Board of Directors and other directorships held as on March 31, 2025 are given below:

Name of the Director	Directorships in other companies *	Membership of Board Committees of other companies **		Directorships in other listed companies
		Member	Chairman	
Ms. Anjuly Chib Duggal, Non-Executive Independent Director	1	1	Nil	Non-Executive Independent Director: Life Insurance Corporation of India Limited
Mr. Sanjay Asher, Non-Executive Independent Director	12	9	3	Non-Executive Independent Director: 1. Ashok Leyland Limited 2. Hawkins Cookers Limited 3. Epigral Limited 4. Deepak Nitrite Limited 5. Sonata Software Limited 6. Sun Pharmaceuticals Industries Limited
Mr. C. P. Gurnani, Non-Executive Independent Director	6	1	1	Non-Executive Independent Director: Mahindra Holidays & Resorts India Limited
Mr. Kumar Venkatasubramanian, Managing Director	2	2	Nil	Managing Director: Procter & Gamble Hygiene and Health Care Limited
Mr. Pramod Agarwal, Non-Executive Director	1	Nil	Nil	Non-Executive Director: Procter & Gamble Hygiene and Health Care Limited
Ms. Srividya Srinivasan, Executive Director & Chief Financial Officer	Nil	Nil	Nil	Nil
Mr. Srinivas Maruthi Patnam, Executive Director	Nil	Nil	Nil	Nil

* Includes directorships in private companies and companies registered under Section 8 of the Companies Act, 2013 and excludes directorships in foreign companies.

** Includes memberships of only Audit Committee and Stakeholders' Relationship Committee of Public Companies.

b. Meetings of the Board:

The Board meets at least once a quarter to review financial results and other business and compliance matters, including business performance and strategy. The Board and Committee meetings are scheduled well in advance and the Directors are provided with annual calendar for the Board and Committee meetings, as a measure to enable the Directors to plan ahead and have effective participation in the meetings.

During the Financial Year July 1, 2024 to March 31, 2025, four meetings of the Board of Directors were held on August 29, 2024, September 25, 2024, October 28, 2024, and February 10, 2025.

c. Flow of information to the Board:

To provide a background of Company's policies, standard of practices and other information, every Director is provided a set of Company's constitutional and policy documents, on their appointment on the Board of the Company.

The Company Secretary determines the agenda items for meetings and finalizes them in consultation with the management of the Company and the Managing Director. The Board and the Committee members are sent detailed agenda, well in advance of the Board and Committee meetings. Sufficient time is allocated for discussions and deliberations at the meeting. The Committees of the Board make necessary recommendations to the Board which are relevant from time to time. The Company Secretary of the Company attends all the meetings and is responsible for noting actionable items discussed during the meeting. The Management reports back to the Board on the status of such items in the subsequent meeting or as needed post the meeting. Senior Managerial Personnel of the Company are invited to Board meetings, at regular intervals or as recommended by Board, to familiarize the Board members on Company's business, strategy, or processes.

The Company Secretary of the Company notes the minutes of the meeting. The draft minutes are circulated to the Board and its Committees in compliance with the Companies Act, 2013. On receipt of comments, the minutes are entered in the books within 30 days of the Meeting.

The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards and the SEBI (LODR) Regulations, 2015 with respect to convening and holding the meetings of the Board of Directors, its Committees and the General Meetings of the Shareholders of the Company, with letter and spirit.

d. Directors' attendance record:

The attendance of the Directors at the Board Meetings held during the Financial Year and at the last Annual General Meeting held on December 3, 2024 is as under:

Name of Director	No. of Board meetings held during the tenure	No. of Board meetings attended	Last Annual General Meeting (Whether Attended)
Ms. Anjuly Chib Duggal	4	4	Yes
Mr. Gurcharan Das [#]	2	2	Not applicable
Mr. Kumar Venkatasubramanian	4	4	Yes
Mr. Chittranjan Dua [#]	2	2	Not applicable
Mr. Anil Kumar Gupta [#]	2	2	Not applicable
Mr. Sanjay Asher [@]	2	2	Yes
Mr. C. P. Gurnani [@]	2	1	Yes
Mr. Pramod Agarwal	4	4	Yes
Ms. Sonali Dhawan [*]	2	1	Not applicable
Mr. Gagan Sawhney [*]	2	1	Not applicable
Mr. Gautam Kamath [^]	3	3	Not applicable
Ms. Srividya Srinivasan [^]	1	1	Yes
Mr. Srinivas Maruthi Patnam	4	4	Yes

^{*}Mr. Gagan Sawhney and Ms. Sonali Dhawan ceased to be Non-Executive Directors of the Company on September 25, 2024.

[#]Mr. Anil Kumar Gupta, Mr. Gurcharan Das and Mr. Chittranjan Dua ceased to be Independent Directors of the Company on September 28, 2024.

[@]Mr. Sanjay Asher and Mr. C. P. Gurnani were appointed as Independent Directors of the Company effective September 29, 2024 and October 15, 2024 respectively.

[^]Mr. Gautam Kamath ceased to be Executive Director and Chief Financial Officer of the Company on October 31, 2024. Ms. Srividya Srinivasan was appointed as Executive Director and Chief Financial Officer of the Company effective November 1, 2024.

e. Familiarization programme for Independent Directors:

The Company's familiarization programme aims at acquainting the Independent Directors on:

- Their roles, rights, responsibilities in the Company
- Nature of the industry in which the Company operates and business model of the Company
- Other matters like Company policies, procedures, Code of Conduct, Internal standards, etc.

For the same, the Company has an elaborate process for familiarization and onboarding of any new Independent Director, which includes:

- Issuance of a formal letter of appointment at the time of appointment; and
- Providing introductory documents including previous Annual Reports, Board committee framework, codes of conducts as may be applicable to the Director, various policies and procedures adopted by the Company.

Each member of the Board, including the Independent Directors, are given any information relating to the Company, whenever they so request. Independent Directors have the freedom to interact with the Company's management.

The Company conducts presentations at meetings of the Board and meeting of various Committees of the Board periodically to familiarize the Independent Directors with the business performance, business strategy and operations. The Company also annually conducts a strategy meeting for the Board of Directors to discuss plans and updates on Company's business, organization and strategy. Such presentations are made by functional heads which enables Independent Directors to have direct interaction with them. This helps the Independent Directors to understand the Company's strategy, business model, operations, market, competition, organization structure, risk analysis and such other areas.

The Company conducts various sessions on knowledge sharing & familiarization for the Directors of the Company on topics which are relevant to the functioning of the Company from time to time.

The details of the familiarization programmes are available on the Company's website at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/#fam-programme>.

f. Key Board qualifications, expertise and attributes:

The Company is engaged in manufacturing and selling of branded packaged fast moving consumer goods in the grooming and oral care businesses. It is ensured that the Board Members have backgrounds that when combined provide a portfolio of experience, expertise and knowledge that serve Company's purpose, at its best. The following skills, expertise and competencies have been identified for the effective functioning of the Company:

Financial and Accounting Expertise 	Experience of financial management with appropriate professional qualifications (e.g. MBA in Finance, Chartered Accountants, Cost Accountants, Chartered Financial Analyst etc.)
Legal Expertise 	Experience in the field of law, litigation or advisory with appropriate professional qualifications (e.g. Lawyers, Solicitors, Company Secretaries)
Strategy/Business Operation Expertise 	Experience of leading the companies as CEO or part of Senior management or as Functional leader with strategic or business operations expertise Experience in digital, technology driven businesses
FMCG Domain Expertise 	Experience of FMCG industry
Regulatory / Policy Expertise 	Experience of regulatory advisory, policy formulation & implementation, public administrative experience

While all the Board members possess the skills identified, their core skills, expertise and competencies identified by the Board of Directors as required in the context of the Company's aforesaid business for efficient functioning of the Board are as follows:

Name of Director*					
Ms. Anjuly Chib Duggal	✓	-	-	-	✓
Mr. Kumar Venkatasubramanian	✓	-	✓	✓	-
Mr. Sanjay Asher	✓	✓	-	-	-
Mr. C. P. Gurnani	✓	-	✓	-	-
Mr. Pramod Agarwal	✓	-	✓	✓	-
Ms. Srividya Srinivasan	✓	-	✓	✓	-
Mr. Srinivas Maruthi Patnam	-	-	✓	✓	-

*Directors on the Board of the Company as on closure of Financial Year i.e. March 31, 2025

g. Annual Board evaluation and separate meeting of Independent Directors:

In terms of the requirement of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance and that of its Committees as well as performance of the Directors individually with the aim to improve the effectiveness of the Board and the Committees.

The Company has an evaluation process in place where feedback is sought by way of structured questionnaires covering various aspects like, independence, structure & composition, Board oversight and effectiveness, cohesion in meetings, meeting process, flow of information, etc. Performance evaluation process is led by the Lead Independent Director based on the responses received from the Directors. The overall performance evaluation exercise was completed to the satisfaction of the Board of Directors. The key outcome of the evaluation and actionable areas were discussed at the meetings of the Nomination and Remuneration Committee and the Board and the same were noted to be acted upon.

During the Financial Year 2024-25, the Independent Directors had a separate meeting without the presence of other Directors or management representatives on August 29, 2024. All the independent directors of the Company (as on the date of the meeting) attended the meeting.

h. Stock Options:

The Company does not have any Stock Option Plan for its employees. However, all employees of the Company are given the right to purchase shares of the ultimate Holding Company – The Procter & Gamble Company, USA under its 'International Stock Ownership Plan'. Certain employees of the Company are also entitled to Stock Option of the Ultimate Holding Company under its Employee Stock Option Plan. Details with regards to the same are disclosed vide Note 32 forming part of the Financial Statements.

i. Remuneration of Directors:

The Independent Directors are paid sitting fees and commission to compensate for their valuable contribution to the Company owing to their wealth of experience and knowledge.

Members of the Company at their 38th Annual General Meeting held on November 18, 2022, had accorded approval for payment of commission to the Non-Executive Directors of the Company upto 1% of the net profits per annum in aggregate, for a period of five years effective January 1, 2023 and had also empowered the Board of Directors to fix the quantum of commission payable to each of the Non-Executive Directors and to determine the period for which said commission is payable. The Board of Directors at their meeting held on May 26, 2025 approved a payment of commission for nine-months Financial Year ended March 31, 2025 of ₹12.75 lakhs to non-P&G (who are not in employment of any P&G group entity) Non-Executive Directors, on a pro-rata basis.

No sitting fee or compensation is payable to the Directors on severance of Directorship of the Company. Details of the remuneration paid to the Directors of the Company for the Financial Year ended March 31, 2025 are given below:

(Amount in ₹ lakhs)

Name of Director	Relationship with other Directors	Salary including Bonus + PF contribution	Commission	Sitting Fees	Shares held (Equity Shares of ₹ 10/- each)*
Mr. Gurcharan Das [#]	None	—	4.16	4.00	—
Ms. Anjuly Chib Duggal	None	—	12.75	7.75	—
Mr. Kumar Venkatasubramanian	None	235.68 ^{\$}	—	—	—
Mr. Chittranjan Dua [#]	None	—	4.16	4.00	—
Mr. Anil Kumar Gupta [#]	None	—	4.16	4.00	—
Mr. Sanjay Asher [@]	None	—	8.59	3.50	—
Mr. C P Gurnani [@]	None	—	7.88	1.00	—
Mr. Pramod Agarwal	None	—	12.75	7.50	100
Ms. Sonali Dhawan	None	—	—	—	—
Mr. Gagan Sawhney	None	—	—	—	—
Mr. Gautam Kamath	None	55.92 [^]	—	—	—
Ms. Srividya Srinivasan	None	52.73 ^{**}	—	—	—
Mr. Srinivas Maruthi Patnam	None	100.79 [!]	—	—	—

* Excludes shares held by relatives.

^{\$} Mr. Kumar Venkatasubramanian is paid by P&G group Company and the Company contributes towards the same in proportion to its Net Outside Sales. Mr. Kumar Venkatasubramanian has also exercised Stock Options of the ultimate Holding Company under its Employee Stock Option Plan.

[!] The above table reflects the amount of remuneration to Mr. Srinivas Maruthi Patnam borne by the Company, while other P&G group Companies contribute towards the total remuneration paid, in proportion to their Net Outside Sales. Mr. P. M. Srinivas has also exercised Stock Options of the ultimate Holding Company under its Employee Stock Option Plan.

[#] Mr. Anil Kumar Gupta, Mr. Gurcharan Das and Mr. Chittranjan Dua ceased to be Independent Directors of the Company on September 28, 2024.

[@] Mr. Sanjay Asher and Mr. C. P. Gurnani were appointed as Independent Directors of the Company effective September 29, 2024 and October 15, 2024 respectively.

[^] Mr. Gautam Kamath ceased to be Director & Chief Financial Officer effective October 31, 2024. He was paid remuneration by a P&G group Company and the Company contributed towards the same in proportion to its Net Outside Sales. The above table reflects the amount of remuneration to Mr. Gautam Kamath borne by the Company.

^{**} Ms. Srividya Srinivasan was appointed as Director and Chief Financial Officer of the Company effective November 1, 2024. Ms. Srividya Srinivasan is paid remuneration from the Company. Other P&G Group Companies contribute towards the same in proportion to their Net Outside Sales. Ms. Srividya Srinivasan has also exercised Stock Options of the ultimate Holding Company under its Employee Stock Option Plan.

j. Related Party Transactions:

The Company has adopted Related Party Transaction Policy to ensure that all Related Party Transactions entered into by the Company shall be in the best interest of the Company and in accordance with the provisions of the Act and the SEBI (LODR) Regulations, 2015. The Related Party Transaction Policy is available on the Company's website at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>.

Prior omnibus approval of the Audit Committee is obtained for related party transactions which are of repetitive nature. All related party

transactions are reviewed by independent chartered accountant firm to ensure transactions are in ordinary course of business, at arm's length and are in compliance with the related party transactions policy of the Company, the Companies Act, 2013, the SEBI (LODR) Regulations and takes into account OECD guidelines. All related party transactions are placed before the Audit Committee for quarterly review.

There are no material pecuniary relationships or significant transactions made by the Company with its Promoters, Directors or management, their subsidiaries or relatives etc. which have potential conflict with the interests of the Company at large. Transactions with related parties are disclosed in Note 33 forming part of

the Financial Statements.

Details of material related party transaction entered into during the Financial Year 2024-25 are given below:

Name of related party	Procter & Gamble International Operations S.A.
Nature of transaction	Import of Finished Goods
Amount of transaction during Financial Year 2024-25	₹ 365 crores

The above transaction was approved by the shareholders by passing an Ordinary Resolution through postal ballot on January 8, 2018. Being related parties, the promoter shareholders had abstained from voting on the said resolution.

k. Succession planning:

The Company believes that by integrating workforce planning with strategic business planning, the Company can put necessary financial and human resources in place so that its objectives can be met.

The Company strives to maintain an appropriate balance of skills and experience within the organization and the Board in an endeavor to introduce new perspectives while maintaining experience and continuity. Our Board members bring to the table their broad and diverse skills and views to aid the Company in advancing its strategy. To effect the same, the Nomination and Remuneration Committee works with the Board on the Board succession plan to ensure orderly succession in appointments to the Board.

l. Committees of the Board:


Audit Committee

Presently, Ms. Anjuly Chib Duggal (Chairperson), Mr. Sanjay Asher and Mr. Kumar Venkatasubramanian are members of the Audit Committee of the Company. During the Financial Year, three meetings were held on August 29, 2024, October 28, 2024, and February 10, 2025. Ms. Flavia Machado is the Secretary to the Audit Committee.

Composition and attendance of the members of the Audit Committee during Financial Year 2024-25 is as under:

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Ms. Anjuly Duggal [^] (Chairperson)	ID	3	3
Mr. Chittranjan Dua [*] (Erstwhile Chairperson)	ID	1	1
Mr. Gurcharan Das [*] (Erstwhile Member)	ID	1	1
Mr. Anil Kumar Gupta [*] (Erstwhile Member)	ID	1	1
Mr. Sanjay Asher [#] (Member)	ID	2	2
Mr. Pramod Agarwal [@] (Member)	NED	1	1
Mr. Kumar Venkatasubramanian (Member)	ED	3	3

ID= Independent Director, ED=Executive Director, NED = Non-Executive Director

^{*} Mr. Chittranjan Dua, Mr. Gurcharan Das and Mr. Anil Kumar Gupta ceased to be members of the Committee on September 28, 2024. Consequently, Mr. Dua ceased to be Chairperson of the Audit Committee.

[^] Ms. Anjuly Chib Duggal was appointed as Chairperson of the Committee effective September 29, 2024.

[#] Mr. Sanjay Asher was inducted as member of the Committee effective September 29, 2024.

[@] Mr. Pramod Agarwal ceased to be member of the Committee effective September 29, 2024.

The Audit Committee is comprised of Directors, with appropriate financial skills to provide good oversight. The Company Secretary acts as the Secretary to the Audit Committee. The Audit Committee plays the role as is contemplated under Section 177 of the Companies Act, 2013 read with the SEBI (LODR) Regulations, 2015. The Audit Committee powers include the following:

- to investigate any activity within its terms of reference
- to seek information from any employee
- to obtain outside legal or other professional advice
- to secure attendance of outsiders with relevant expertise, if it considers necessary

The Audit Committee role includes the following:

- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company

- Review and monitor the auditor's independence and performance, and effectiveness of audit process
- Approval or any subsequent modification of transactions of the Company with related parties
- Scrutiny of inter-corporate loans and investments
- Valuation of undertakings or assets of the Company, wherever it is necessary
- Evaluation of internal financial controls and risk management systems
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors

- ix. Examination and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - o Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - o Changes, if any, in accounting policies and practices and reasons for the same
 - o Major accounting entries involving estimates based on the exercise of judgment by management
 - o Significant adjustments made in the financial statements arising out of audit findings
 - o Compliance with listing and other legal requirements relating to financial statements
 - o Disclosure of any related party transactions; and Modified opinion(s) in the draft audit report.
- x. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- xi. Monitoring the end use of funds raised through public offers and related matters and reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter
- xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems
- xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
- xiv. Discussion with internal auditors of any significant findings and follow up there on
- xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
- xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- xviii. To review the functioning of the Whistle Blower mechanism
- xix. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate
- xx. Reviewing any other areas which may be specified as role of the Audit Committee under the SEBI (LODR) Regulations, 2015, the Companies Act, 2013 and other statutes, as amended from time to time.

Stakeholder Relationship Committee

Presently, Mr. Pramod Agarwal (Chairperson), Ms. Anjuly Chib Duggal and Mr. Kumar Venkatasubramanian are members of the Stakeholder Relationship Committee of the Company. During the Financial Year, one meeting of the Committee was held on February 10, 2025.

Composition and attendance of the members of the Stakeholders Relationship Committee during the Financial Year 2024-25 is detailed in table below:

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Mr. Anil Kumar Gupta* (Erstwhile Chairperson)	ID	Nil	N.A.
Mr. Pramod Agarwal® (Chairperson)	NED	1	1
Ms. Sonali Dhawan* (Erstwhile Member)	NED	Nil	N.A.
Ms. Anjuly Chib Duggal^ (Member)	ID	1	1
Mr. Kumar Venkatasubramanian (Member)	ED	1	1

ID= Independent Director, NED = Non-Executive Director, ED= Executive Director

* Mr. Anil Kumar Gupta ceased to be the Chairperson and member of the Committee on September 28, 2024.

® Mr. Pramod Agarwal was inducted as member and Chairperson of the Committee effective September 29, 2024.

Ms. Sonali Dhawan ceased to be a member of the Committee effective September 25, 2024.

^ Ms. Anjuly Chib Duggal was inducted as member of the Committee effective September 29, 2024.

The role of the Committee is as follows:

- Resolving the grievances of the security holders of the Company including complaints related to transfer and transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of duplicate certificates etc
- Review of measures taken for effective exercise of voting rights by Shareholders
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent

- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports / statutory notices by the Shareholders of the Company.

During the Financial Year, the Company received three complaints from Shareholders. These complaints had been resolved during the Financial Year and there were no complaints pending for resolution as on March 31, 2025.

Ms. Flavia Machado, Company Secretary is the Compliance Officer of the Company and is responsible for redressing investor grievances.

Nomination and Remuneration Committee

Presently, Mr. Sanjay Asher (Chairperson), Mr. Pramod Agarwal and Ms. Anjuly Chib Duggal are members of the Nomination & Remuneration Committee of the Company. During the Financial Year, four meetings were held on August 29, 2024, September 25, 2024, October 28, 2024 and February 10, 2025.

Composition and attendance of the Members of the Nomination & Remuneration Committee during the Financial Year 2024-25 is as under:

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Mr. Chitranjan Dua* (Erstwhile Chairperson)	ID	2	2
Mr. Sanjay Asher# (Chairperson)	ID	2	2
Mr. Gurcharan Das * (Erstwhile Member)	ID	2	2
Mr. Anil Kumar Gupta* (Erstwhile Member)	ID	2	2
Ms. Anjuly Chib Duggal (Member)	ID	4	4
Mr. Pramod Agarwal (Member)	NED	4	4
Ms. Sonali Dhawan® (Erstwhile Member)	NED	2	1

ID= Independent Director, NED = Non-Executive Director

* Mr. Chitranjan Dua, Mr. Anil Kumar Gupta and Mr. Gurcharan Das ceased to be members of the Committee on September 28, 2024. Consequently, Mr. Dua ceased to be Chairperson of the Committee.

Mr. Sanjay Asher was inducted as member and Chairperson of the Committee effective September 29, 2024.

@ Ms. Sonali Dhawan ceased to be a member of the Committee effective September 25, 2024.

The role of the Committee is as follows:

- Formulation of criteria for determining qualifications, positive attributes and independence of Directors
- Formulation of evaluation criteria for performance evaluation of Independent Directors and the Board
- Recommendation to the Board of a Policy, relating to the remuneration of Directors, key managerial personnel and senior management
- Identification of persons who are qualified to become Directors and who may be appointed in senior management and recommendation to the Board, their appointment and removal;
- Carrying out evaluation of every Director's performance
- Devise a policy on Board diversity
- Any other role & responsibility, as may be mandated by any statutory legislation, from time to time.

The Company has adopted a Nomination and Remuneration Policy. The Nomination and Remuneration Policy is in compliance with all applicable provisions of the Companies Act, 2013, particularly Section 178 read together with the applicable rules thereto and Regulation 19 of the SEBI (LODR) Regulations, 2015. The Policy is designed to attract, motivate and retain leadership members in a competitive and international market. The Policy reflects the Company's objectives for good corporate governance as well as sustained long-term value creation for Shareholders. The Policy is available on the website of the Company at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/#policies>.

The Company has also adopted a Board Diversity Policy which is based on the principle that the Company's Board of Directors should have a balance of skills, experience and diversity of perspectives appropriate to the Company's business. The Company recognizes that a Board composed of appropriately qualified people with a broad spectrum of experience relevant to the

business is important for effective corporate governance and sustained commercial success of the Company. The Company aims to achieve a sustainable and balanced development by building a diverse and inclusive culture.

Corporate Social Responsibility Committee

Presently, Ms. Anjuly Chib Duggal (Chairperson), Mr. Pramod Agarwal, Ms. Srividya Srinivasan and Mr. Kumar Venkatasubramanian are members of the Corporate Social Responsibility Committee of the Company.

During the Financial Year, two meetings were held on August 29, 2024 and February 10, 2025.

Composition and attendance of the members of the Corporate Social Responsibility Committee during the Financial Year 2024-25 is as under:

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Mr. Anil Kumar Gupta (Erstwhile Chairperson)*	ID	1	1
Ms. Anjuly Chib Duggal (Chairperson)#	ID	1	1
Ms. Sonali Dhawan (Erstwhile Member)^	NED	1	Nil
Mr. Gurcharan Das (Erstwhile Member)*	ID	1	1
Mr. Pramod Agarwal (Member)@	NED	1	1
Mr. Kumar@ Venkatasubramanian (Member)	ED	2	2
Ms. Srividya Srinivasan (Member)§	ED	1	1

ID= Independent Director, ED=Executive Director, NED = Non-Executive Director

* Mr. Anil Kumar Gupta and Mr. Gurcharan Das ceased to be members of the Committee on September 28, 2024. Consequently, Mr. Gupta ceased to be Chairperson of the Committee.

^ Ms. Sonali Dhawan ceased to be member of Committee on September 25, 2024.

Ms. Anjuly Chib Duggal was inducted as member and Chairperson of the Committee effective September 29, 2024.

@ Mr. Pramod Agarwal was inducted as member of the Committee effective September 29, 2024.

§ Ms. Srividya Srinivasan was inducted as member of the Committee effective November 1, 2024.

The role of the Committee is as follows:

- Formulation and recommendation to the Board, a Policy which shall indicate the activities to be undertaken by the Company
- Recommendation of the amount of expenditure to be incurred on the CSR activities
- Monitoring the CSR Policy of the Company from time to time
- Formulation and monitoring of implementation of business responsibility policies
- Annual assessment of business responsibility performance and reporting.

The Company has adopted a Corporate Social Responsibility Policy ('CSR Policy') in line with the terms of the Companies Act, 2013. The CSR initiatives of the Company form part of the Directors' Report. The CSR Policy is available on the Company's website at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>.

Risk Management Committee

Presently, Mr. Kumar Venkatasubramanian (Chairperson), Ms. Anjuly Chib Duggal, Mr. Pramod Agarwal, Ms. Sonali Dhawan and Mr. Ghanashyam Hegde are members of the Risk Management Committee of the Company.

During the Financial Year, two meetings were held on August 29, 2024 and February 10, 2025.

Composition and attendance of the members of the Risk Management Committee during the Financial Year 2024-25 is as under:

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Mr. Kumar Venkatasubramanian (Chairperson)	ED	2	2
Mr. Chittranjan Dua (Erstwhile Member)*	ID	1	1
Mr. Gurcharan Das (Erstwhile Member)*	ID	1	1
Ms. Anjuly Chib Duggal [†] (Member)	ID	1	1
Mr. Pramod Agarwal (Member)	NED	2	2

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Mr. Gagan Sawhney (Erstwhile Member) [^]	NED	1	Nil
Mr. Gautam Kamath (Erstwhile Member) [#]	ED	1	1
Ms. Srividya Srinivasan [@] (Member)	ED	1	1
Mr. Ghanashyam Hegde (Member)	SE	2	2

ID= Independent Director, ED=Executive Director, NED = Non-Executive Director SE= Senior Executive

* Mr. Chittranjan Dua and Mr. Gurcharan Das ceased to be members of the Committee on September 28, 2024.

[†] Ms. Anjuly Chib Duggal was inducted as member of the Committee effective September 29, 2024

[^] Mr. Gagan Sawhney ceased to be a member of the Committee effective September 25, 2024.

[#] Mr. Gautam Kamath ceased to be member of the Committee on October 31, 2024.

[@] Ms. Srividya Srinivasan was inducted as member of the Committee effective November 1, 2024.

The role of the Committee is as follows:

- To formulate a detailed risk management policy which shall include details, as prescribed by law from time to time
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity
- To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken
- To review appointment, removal and terms of remuneration of the chief risk officer (if any).

The Company has adopted a Risk Management Policy, which aims to create a standard, structured and efficient approach to identify, assess and mitigate risks. The Governance Board is led by the Managing Director and comprises of Group Chief Financial Officer, Chief Human Resource Officer, Supply Chain Leader, Purchasing & Sustainability Leader and General Counsel. The Governance Board assesses, and reviews enterprise level risks and works with process owners and functional managers to ensure that corrective action is taken, and risk is mitigated as appropriate.

Cash & Investment Committee

Presently, Mr. Pramod Agarwal (Chairperson), Ms. Srividya Srinivasan and Mr. Ghanashyam Hegde are members of the Cash & Investment Committee of the Company. During the Financial Year, two Meetings were held on August 29, 2024 and February 10, 2025.

Composition and attendance of the members of the Cash & Investment Committee during the Financial Year 2024-25 is as under:

Members of the Committee	Category	No. of Meetings held during tenure	No. of Meetings attended
Mr. Pramod Agarwal (Chairperson)	NED	2	2
Mr. Chittranjan Dua (Erstwhile Member)*	ID	1	1
Mr. Anil Kumar Gupta (Erstwhile Member)*	ID	1	1
Mr. Gautam Kamath#	ED	1	1
Ms. Srividya Srinivasan® (Member)	ED	1	1

ID= Independent Director, NED = Non-Executive Director, ED= Executive Director

* Mr. Chittranjan Dua and Mr. Anil Kumar Gupta ceased to be members of the Committee effective September 28, 2024

Mr. Gautam Kamath ceased to be member of the Committee effective October 31, 2024.

® Ms. Srividya Srinivasan was inducted as member of the Committee effective November 1, 2024.

The role of the Committee is as follows:

Assessment and recommendation to the Board the best possible utilization of cash generated by the Company, on basis of following primary considerations:

- protecting long term growth of the Company;
- maximizing return to the Shareholders; and
- ensuring risk free investment choices.

m. Particulars of senior management of the Company as on March 31, 2025:

Name of senior management personnel	Designation
Ms. Srividya Srinivasan#	Finance Head and CFO
Ms. Rohini Venkateswaran*	Sales Head
Mr. Ankur Bhagat	Supply Network Operations Head
Ms. Mukta Maheshwari	Chief Marketing Officer
Mr. Srinivas Maruthi Patnam	Human Resource Head
Mr. Abhisek Desai	Category Leader- Grooming and brand operations
Mr. Shailesh Sathyanarayanan**	Category Leader- Oral Care
Mr. Sumeet Mittal	Analytics & Insights Leader
Mr. Nikunj Jain	Information Technology Head
Mr. Pawan Verma	Purchases Head
Mr. Ghanashyam Hegde	Legal Head
Ms. Flavia Machado	Company Secretary
Ms. Enakshree Deva	Communications & CSR Head

Ms. Srividya Srinivasan has been appointed as Finance-Head and CFO in place of Mr. Gautam Kamath, who ceased to be Finance-Head and CFO effective October 31, 2024.

* Ms. Rohini Venkateswaran has been appointed as Head-Sales effective January 1, 2025, in place of Mr. Sairamana Ponugoti who ceased to be Head -Sales effective December 31, 2024.

**Mr. Shailesh Sathyanarayanan has been appointed as Category Leader- Oral Care effective January 1, 2025, in place of Mr. Gopalakrishnan Kalianna who ceased to be Category Leader- Oral Care effective December 31, 2024

n. Disclosures regarding re-appointment of Directors:

Mr. Pramod Agarwal

Mr. Pramod Agarwal is an MBA from Indian Institute of Management, Ahmedabad. After over 29 years of experience with P&G, he retired in 2016. He has worked in seven geographies - India, Thailand, Japan, Philippines, USA, Singapore

and Switzerland. Mr. Agarwal has led several major changes which have had a lasting impact on the business and organization. He is now a management consultant, an angel investor and mentor to several start-ups. Mr. Agarwal is very active in giving back to the society as President-Rotary Club of Delhi South. .

Mr. Agarwal retires by rotation and being eligible, offers himself for re-appointment at the ensuing 41st Annual General Meeting.

COMMUNICATION TO SHAREHOLDERS

i. Annual Report and Notice calling the Meeting.

This Annual Report along with Notice calling the Annual General Meeting, for the Financial Year 2024-25, in electronic form, is being sent to the Members at the email address provided/ updated by the Members with the Depository Participants / Registrar & Transfer Agents, as applicable.

Members who need hard copy of the report are requested to write to the Company Secretary at investorgil.im@pg.com.

ii. Results

The quarterly results of the Company are announced within 45 days of completion of the quarter as prescribed by the Securities & Exchange Board of India. Audited Annual Results are announced within 60 days of the end of the Financial Year as prescribed by the Securities & Exchange Board of India. Financial results and other newspaper advertisements were published in the Business Standard and Mumbai Lakshadeep. The Company's results and official news releases are published on Company's website: <https://in.pg.com/india-investors/gil/reports-announcements/>.

iii. Analyst Meet

One meeting with analysts and institutional investors was held during the Financial Year. Details of the same are hosted on the website of the Company at <https://in.pg.com/india-investors/gil/shareholder-information/info/>.

iv. Communication with respect to deduction of tax on dividend income

Shareholders may note that, in accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Indian Finance Act, 2020, dividend declared and paid by the Company after April 1, 2020, is taxable in the hands of shareholders and the Company is required to deduct the tax at source ("TDS") on the distribution of dividend income

to its shareholders at the applicable rates. In order to enable us to determine the appropriate TDS rate as applicable, shareholders are requested to submit the requisite documents as mentioned in our letter, which is put up on the website at <https://in.pg.com/india-investors/gil/reports-announcements/announcements/>. The said documents (duly completed and signed) are required to be submitted to Company's Registrar & Transfer Agent (RTA) on or before August 20, 2025.

v. Green Initiative

The Company requests its shareholders to join in its endeavor to conserve resources by updating relevant information for receiving online communication and electronic dividend pay-out.

vi. KYC Updation

As per SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 and relevant circulars thereafter, latest being Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, all the listed companies are required to record the PAN, and other KYC details of all the shareholders holding shares in physical mode. Shareholders holding shares in physical form with the Company are requested to update above information with the Company, if pending. It is hereby informed that shareholder will be eligible to lodge any grievance or avail any service request with the Company/or its RTA only after furnishing PAN and other KYC details.

For further details shareholders are requested to refer to the communication available on the website of the Company at <https://in.pg.com/india-investors/gil/guidance/#shareholderservices>.

Members are encouraged to provide 'choice of nomination' in their own interest for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market.

Shareholders are requested to register their email address and mobile number for receiving intimations and regular updates from the Company. The Company greatly appreciates your response and assistance in this regard.

vii. Share Transfer System/Dematerialization

As per directives issued by the Securities and Exchange Board of India, transfer requests for effecting transfer of securities, except in case of transmission or transposition of securities,

shall not be processed unless the securities are held in dematerialized form effective April 1, 2019. No physical transfer lodgement/re-lodgement has been allowed during the year.

Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its circular dated January 25, 2022, has mandated the listed entities to issue securities for the following service requests only in dematerialised form viz., Issue of duplicate securities certificate; Claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Transmission; Transposition, etc. For the purpose of the same, after due verification, registrar and transfer agent/issuer companies shall retain share certificates and process the service requests by issuing letter of confirmation, valid for a period of 120 days. As per the process, shareholders are required to submit their demat requests within this validity period, failing which the Company shall credit the securities to a suspense escrow demat account of the Company. The operational guidelines with respect to above service requests are available on the website of the Company at <https://in.pg.com/india-investors/gil/guidance/>.

All requests for dematerialization of shares are processed and the confirmation is given to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) within requisite time from the date of receipt of relevant documents, provided they are complete in all respects.

viii. Alternate Dispute Redressal Mechanism

SEBI vide its Circular No. SEBI/HO/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022 has prescribed an SOP in accordance with Regulation 40 of the SEBI (LODR) Regulations, 2015, for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrars to an Issue and Share Transfer Agents and its Shareholder(s)/Investor(s) emanating from investor services. The Company along with its RTA has made the investors aware on the availability of dispute resolution mechanism with Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited against the Company and/or its RTA. The said SEBI Circular is also made available on the Company's website at <https://in.pg.com/india-investors/gil/guidance/>.

Further, SEBI has streamlined the existing dispute resolution mechanism by establishing a

common online dispute resolution (ODR) portal for resolution of disputes arising in the securities market. Shareholders are advised to first approach the Company or its RTA for resolution. If the response is not received or not satisfactory, Shareholders can raise a complaint on SCORES/with Stock Exchanges, as detailed in the circular issued by SEBI on the ODR mechanism available on the website of the Company at <https://in.pg.com/india-investors/gil/guidance/>. After exhausting all the above available options for resolution of the grievance, if the Shareholder is still not satisfied with the outcome, they can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.

STATUTORY COMPLIANCE

The Company has complied with applicable requirements prescribed by the regulatory and statutory authorities during the preceding three Financial Years on all matters related to capital markets and no penalties or strictures in this respect have been imposed on the Company. The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR) Regulations, 2015.

GENERAL MEETINGS

Annual General Meeting	Date	Time	Venue	No. of special resolutions passed
40 th	03.12.2024	11:00 a.m.	Annual General Meeting was convened through Video conferencing/ other audio visual means. Deemed venue for the meeting was the Registered Office of the Company: P&G Plaza, Cardinal Gracias Road, Chakala, Andheri East, Mumbai - 400 099	2
39 th	28.11.2023	11:00 a.m.		-
38 th	18.11.2022	11:00 a.m.		-

At the 40th Annual General Meeting held on December 3, 2024, the following Special Resolutions were passed:

- To appoint Mr. Sanjay Asher (DIN 00008221) as a Non-Executive Independent Director of Company for a term of five years, not liable to retire by rotation.

2. To appoint Mr. C. P. Gurnani (DIN 00018234) as a Non-Executive Independent Director of the Company for a term of five years, not liable to retire by rotation.

POSTAL BALLOT

During the Financial Year, the following resolution was approved by way of postal ballot mechanism by the Shareholders of the Company on July 3, 2024. The Board had appointed Mr. Nrupang B. Dholakia, Practicing Company Secretary, Designated Partner of Dholakia & Associates LLP as the scrutinizer to conduct the Postal Ballot process in a fair and transparent manner. The results of the postal ballot were declared on July 5, 2024.

The resolution was passed by the Shareholders of the Company as an Ordinary Resolution with requisite majority.

Description of Resolution: Appointment of Kumar Venkatasubramanian (DIN 08144200) as a Director and Managing Director of the Company for a period of five years, effective May 1, 2024 (Ordinary Resolution)

Particulars	No. of Votes (Physical ballots and e-voting)	Votes Cast (No. of Shares)	% of Votes
Assented to the resolution	432	2,80,14,952	97.86
Dissented to the Resolution	82	6,12,141	2.14
No. of total valid Postal Ballot Forms/ e-votes received	514	2,86,27,093	100.00

Procedure for Postal Ballot:

In compliance with Regulation 44 of SEBI (LODR) Regulations 2015, Sections 108, 110 and other applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder, the Company provided electronic voting (e-voting) facility to all its Shareholders. The Company engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing e-voting facility to all its members. The Shareholders had an option to vote either by postal ballot or through e-voting. The Company dispatched the postal ballot notices and forms along with postage prepaid business reply envelopes to its Shareholders whose names appeared on the Register of Members/list of beneficiaries as on cut-off date. The postal ballot notice was sent to Shareholders in electronic form to the email addresses registered with the depository participants/ Company's Registrar & Share Transfer Agents. The Company also published a notice in the

newspapers declaring the details of completion of dispatch and other requirements under the Secretarial Standards issued by the Institute of Company Secretaries of India, the Companies Act, 2013 and the Rules issued thereunder. Voting rights were reckoned on the paid up value of shares of the Company registered in the names of the Shareholders as on the cut-off date. Shareholders desiring to vote through postal ballot were requested to return the forms, duly completed and signed so as to reach the Scrutinizer before the close of the voting period. Members desiring to exercise their votes by electronic mode were requested to vote before the close of business hours on the last date of e-voting. The Scrutinizer submitted his report to the Chairman, after the completion of scrutiny and the consolidated results of the voting by postal ballot were then announced by the Company. The results were displayed on the website of the Company at in.pg.com, besides being communicated to the Stock Exchanges.

Post closure of the Financial Year, no special resolution was passed/is proposed to be conducted through Postal Ballot as on the date of this Report.

MD and CFO CERTIFICATION

A compliance certificate in accordance with Regulation 17(8) of the SEBI (LODR) Regulations, 2015, was provided to the Board of Directors in the prescribed format for the Financial Year 2024-25, which was reviewed by the Audit Committee and taken on record by the Board.

ADOPTION OF DISCRETIONARY REQUIREMENTS

The Company has adopted following discretionary requirements of Regulation 27(1) of the SEBI (LODR) Regulations, 2015:

- There are no audit qualifications in the Company's financial statements for the Financial Year 2024-25, and the Company continues to adopt best practices to ensure regime of unmodified audit opinion
- The Internal Auditor of the Company reports to the Audit Committee
- Separation of role between Chairman and Managing Director of the Company

WHISTLE BLOWER POLICY

The Company is a subsidiary of The Procter & Gamble Company, USA, ("P&G US") and has adopted P&G's global standards and whistle blower mechanism set



forth in P&G's Worldwide Business Conduct Manual (WBCM), as Company's Vigil Mechanism. The WBCM sets out several ways employees and others may report concerns, including via the Worldwide Business Conduct Helpline which is available via telephone, email, or web reporting around the world 24 hours a day, seven days a week. It is staffed by an independent company and can take calls in most languages. Reports of actual or suspected violations may also be made anonymously, where allowed by applicable law. The Worldwide Business Conduct Helpline is accessible to all employees. The Audit Committee oversees the vigil mechanism and cases reported along with status report and action taken (if any) are reported to the Committee. No personnel has been denied access to the Committee.

The Vigil Mechanism is available on the Company's website at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/>.

CODE OF CONDUCT

I. Code of Conduct for Directors:

The Company has in place a Code of Conduct for its Directors and senior management. This Code is derived from three interlinked fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary personal conduct. The Board Members and Senior Management Personnel have affirmed their compliance with the Code of Conduct and a certificate from Managing Director to that effect is annexed to this Corporate Governance <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/#code>.

II. Code of Conduct for Prohibition of Insider Trading:

The Board of the Company has adopted a Code of Conduct for Prohibition of Insider Trading under the SEBI (Prohibition of Insider Trading) Regulations, 2015. The code has been hosted on the Company's website at <https://in.pg.com/india-governance-and-policies/gil/terms-and-policies/#code>.

GENERAL SHAREHOLDER INFORMATION

A. Annual General Meeting

Pursuant to the circulars issued by the Ministry of Corporate Affairs, latest being No. 09/2024 dated September 19, 2024, the 41st Annual General Meeting of the Company will be held on **Tuesday, September 2, 2025** at **11.00 a.m.** through video-conference and other audio visual means, without the physical presence of members. Deemed Venue for Meeting shall be the Registered Office of the Company: P&G Plaza, Cardinal Gracias Road, Chakala, Andheri East, Mumbai - 400 099. Details for joining and participating in the meeting through video-conferencing are provided in the notice convening the 41st Annual General Meeting. A transcript of the Annual General Meeting will be made available on the Company's website at <https://in.pg.com>.

B. Financial Calendar

The Financial Year of the Company has been changed from "July 1st – June 30th" period to "April 1st – March 31st" period. Accordingly, the Financial Year of the Company for purpose of this report viz., 2024-25 is a period of 9 months commencing on July 1, 2024, and ending on March 31, 2025. The Financial Results are declared within timelines as prescribed by the Securities & Exchange Board of India.

C. Record Dates: Record date for payment of dividend, if declared at the ensuing Annual General Meeting, shall be Tuesday, August 26, 2025.

D. Dividend Payment Date: On or before September 25, 2025.

E. Total fees paid to Statutory Auditors of the Company: Total fees of ₹151 lakhs for Financial Year 2024-25 was paid by the Company to Kalyaniwalla & Mistry LLP, Statutory Auditors of the Company.

F. Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the Financial Year 2024-25 are as under:

Number of complaints filed during the Financial Year: 2

Number of complaints disposed of during the Financial Year: 2

Number of complaints pending at end of the Financial Year: NIL

G. Recommendations of Committees of the Board

There were no instances during the Financial Year 2024-25, wherein the Board had not accepted recommendations made by any Committee of the Board.

H. Listing of Equity Shares on Stock Exchanges

The Company's shares are listed on below stock exchanges:

Name of Stock Exchange	Company Scrip Code	Address of stock exchange
BSE Limited	507815	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001
National Stock Exchange of India Limited	GILLETTE	Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051

I. ISIN Code

Dematerialization ISIN Code: **INE322A01010**

J. Distribution of shareholding by size class as on March 31, 2025

Shareholding (in ₹)	Shareholders		Shares	
	Number	% to Total	Number	% to Total
Upto 5000	51,444	98.67	12,94,471	3.97
5001 – 10000	342	0.66	2,51,106	0.77
10001 – 20000	133	0.25	1,86,169	0.57
20001 – 30000	58	0.11	1,47,698	0.45
30001 – 40000	26	0.05	92,663	0.29
40001 – 50000	19	0.04	88,291	0.27
50001 – 100000	46	0.09	3,32,919	1.02
100001 and above	66	0.13	3,01,91,900	92.66
TOTAL	52,134	100.00	3,25,85,217	100.00

K. Dematerialization of shares and liquidity

The Company's shares are required to be compulsorily traded on the stock exchanges in dematerialized form. As on March 31, 2025, the number of shares in dematerialized and physical mode are as under:

Particulars	No. of shares	% to total capital issued
Held in dematerialized form in CDSL	7,95,324	2.44
Held in dematerialized form in NSDL	3,17,41,899	97.41
Held in physical form	47,994	0.15
Total	3,25,85,217	100.00

L. Distribution of shareholding by ownership as on March 31, 2025

Category	Number of shares held	% of shares held
Foreign & Indian promoters	2,44,37,803	75.00
Resident Individuals and others	25,07,749	7.70
Mutual Funds	16,96,838	5.21
Insurance Companies	15,14,662	4.65
Foreign Institutional Investors	14,06,091	4.31
Private Bodies Corporate	8,97,021	2.75
NRIs	1,25,053	0.38
TOTAL	3,25,85,217	100.00

M. Unclaimed Dividends

In accordance with the provisions of Sections 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) dividends not encashed or claimed within seven years from the date of declaration are to be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate companies to transfer shares of

Members whose dividends remain unclaimed for a continuous period of seven years to the demat account of IEPF Authority. The Members whose dividend or shares are transferred to the IEPF Authority can claim their shares or dividend from the Authority.

Final Dividend declared during the Financial Year 2017-18 and for the subsequent years, which remain unclaimed, will be due for transfer to the IEPF of the Central Government on the dates mentioned in the table below. The Company has sent individual notices and issued advertisements in the newspapers, requesting the shareholders to claim their dividends in order to avoid transfer of shares or dividends to the IEPF.

Members who have not encashed their dividend warrants for these years are requested to approach the Company's RTA, M/s. Mas Services Limited for revalidation of their dividend warrants on or before the due dates mentioned herein.

Those holding shares in the dematerialized form are requested to update their bank account other relevant details reduce the quantum of physical dividend warrants and other correspondence that is sent through physical mode in order to enable digitization of data.

For the Financial Year ended	Date of Declaration	Due date for transfer to IEPF
30.06.2018	30.11.2018	05.01.2026
Interim 2018-19	07.02.2019	15.03.2026
30.06.2019	26.11.2019	01.01.2027
30.06.2020	25.11.2020	31.12.2027
Interim 2020-21	04.02.2021	12.03.2028
Special dividend 2020-21	05.05.2021	10.06.2028
30.06.2021	23.11.2021	30.12.2028
Interim 2021-22	02.02.2022	11.03.2029
30.06.2022	18.11.2022	25.12.2029
Interim 2022-23	01.02.2023	09.03.2030
30.06.2023	28.11.2023	03.1.2031
Interim 2023-24	30.01.2024	07.03.2031
30.06.2024	3.12.2024	09.02.2032
Interim 2024-25	10.02.2025	19.03.2032

Members are requested to update their bank account, other relevant details to reduce the quantum of physical dividend warrants and other correspondence that is sent through physical mode in order to enable digitization of data.

The Company, inter alia, has been sending periodic reminders to the shareholders of the Company to claim their outstanding dividend(s) to reduce the quantum of unclaimed dividend(s) lying with the Company.

The members who have a claim on the dividends and shares transferred to the IEPF Authority may claim the same by submitting an online application in web Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents listed in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred.

During the Financial Year 2024-25, unclaimed amounts with respect to interim dividend distributed for the Financial Year 2016-2017 amounting to ₹ 75,64,326 and 375 underlying shares were transferred to the IEPF Account.

Further, unclaimed dividend with respect to final dividend for the Financial Year ended June 30, 2017 amounting to 5,10,820 was also transferred to the IEPF. Post closure of the Financial year, and as on the date of this report, 1318 underlying shares with respect to said final dividend distributed for FY 2016-17 were also transferred to the IEPF Authority.

The details of unclaimed dividend as on March 31, 2025 have been hosted on the website of the Company, viz., <https://in.pg.com/>.

P. Transfer of Shares to Unclaimed Suspense Account / Suspense Escrow Demat Account

In accordance with the operating guidelines issued by SEBI, 1 share pertaining to one folio was transferred to 'Gillette India Limited – Suspense Escrow Demat Account' arising out of formalities pertaining to non-receipt of demat request within 120 days of issuance of letter of confirmation, during the Financial Year. As at the

year end, the above holding continues to remain with the Suspense Escrow Demat Account.

Q. Other Disclosures

- i. We confirm compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR) Regulations, 2015.
- ii. As on date, the Company has not issued GDR / ADR / warrants or any convertible instruments.
- iii. The Company does not have any subsidiary companies.
- iv. No credit rating has been obtained by the Company with respect to its securities.
- v. The Company has not entered into any Agreement specified under Clause 5A of Para A of Part A of Schedule III of the SEBI Listing Regulations, 2015.
- vi. The disclosure pertaining to details of utilisation of funds raised through preferential allotment or Qualified Institutions Placement as specified under Regulation 32(7A) of the SEBI (LODR) Regulations is not applicable to the Company.
- vii. Commodity price risk or foreign exchange risk and hedging activities-

The Company does not have any exposure hedged through commodity derivatives. The details of foreign currency risk management are disclosed in Note 31 forming part of the Financial statements.

R. Plant location

Bhiwadi Plant

SPA-65A, Bhiwadi Industrial Area, Bhiwadi, Dist. Khairthal Tijara, Rajasthan – 301019

Baddi Plant

Plot no. 4, Industrial Area, Village Katha, Bhatoli Kalan Dist. Solan, Baddi – 173205 Himachal Pradesh

S. Investor Queries and Grievances Redressal

Shareholders can send their correspondence to the Company with respect to their shares, dividend, request for annual reports and shareholder grievances.



T. Address for Correspondence:

Ms. Flavia Machado

**Compliance Officer & Company Secretary |
IEPF Nodal Officer**

Gillette India Limited

P&G Plaza, Cardinal Gracias Road,
Chakala, Andheri (East) Mumbai – 400 099
Investor Helpline nos.: 86575 00524
Tel: (91-22) 6958 6000
Fax: (91-22) 6958 7337
Email Id: investorgil.im@pg.com

Registrar and Transfer Agents (RTA)

MAS Services Limited

T-34, 2nd floor, Okhla Industrial Area Phase II,
New Delhi – 110 020.

Ph: 011-26387281/82/83, Fax: 011-26387384

E-mail : investor@masserv.com



Declaration

As provided under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members have confirmed compliance with the Directors' Code of Conduct for the Financial Year ended March 31, 2025 and the Senior Management has complied with the Business Conduct Manual for the Financial Year ended March 31, 2025.

**Mumbai,
May 26, 2025**

For **Gillette India Limited**

**Kumar Venkatasubramanian
Managing Director**



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
GILLETTE INDIA LIMITED
CIN: L28931MH1984PLC267130
P&G Plaza,
Cardinal Gracias Rd,
Chakala, Andheri (E),
Mumbai 400099.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **GILLETTE INDIA LIMITED having CIN: L28931MH1984PLC267130** and having registered office at P & G Plaza, Cardinal Gracias Road, Chakala, Andheri East, Mumbai MH 400099 IN (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company*
1.	Pramod Agarwal	00066989	08/05/2015
2.	Anjuly Chib Duggal	05264033	26/03/2019
3.	Srinivas Maruthi Patnam	09296558	01/09/2021
4.	Venkatasubra Manian Kumar	08144200	01/05/2024
5.	Sanjay Khatau Asher	00008221	29/09/2024
6.	Chander Prakash Gurnani	00018234	15/10/2024
7.	Srinivasan Srividya	10823130	01/11/2024

**the date of appointment is as per the MCA Portal..*

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Saraf & Associates**
Practising Company Secretaries

K.G. SARAF
(Proprietor)

Place : Mumbai
Date : 26.05.2025
UDIN : F001596G000441585

FCS: 1596 | CP: 642
PR. 1003/2020
FRN. S1988MH004800

**CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE**

[Pursuant to Regulation 34(3) read with paragraph E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
GILLETTE INDIA LIMITED
CIN: L28931MH1984PLC267130
P&G Plaza, Cardinal Gracias Rd,
Chakala, Andheri (E),
Mumbai 400099

I have examined the compliance of the conditions of Corporate Governance by GILLETTE INDIA LIMITED (CIN - L28931MH1984PLC267130) ('the Company') as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and paragraph C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the year ended on March 31, 2025.

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company including the preparation and maintenance of all relevant supporting records and documents. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the management; I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2025.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Saraf & Associates**
Practising Company Secretaries

Place : Mumbai
Date : 26.05.2025
UDIN : F00159600441629

K.G. SARAF
Proprietor
FCS: 1596 / CP: 642
PR. 1003/2020
FRN. S1988MH004800



Form No. MR-3

**Secretarial Audit Report
For the Financial Year Ended 31st March 2025**

[[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
GILLETTE INDIA LIMITED
CIN: L28931MH1984PLC267130
P&G Plaza, Cardinal Gracias Rd,
Chakala, Andheri (E),
Mumbai MH 400099 IN.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GILLETTE INDIA LIMITED (L28931MH1984PLC267130) (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit; the explanations and clarifications given to me and the representations made by the Management, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2025, according to the provisions of:

The Companies Act, 2013 (the Act) and the rules made thereunder;

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment only as the Company has neither made any Overseas Direct Investment nor obtained External Commercial Borrowings during the audit period
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable During the Period Under Review)**
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable During the Period Under Review)**
 - e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible securities) Regulations, 2021; (Not Applicable During the Period Under Review)
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable During the Period Under Review)**

- h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **(Not Applicable During the Period Under Review)**
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) The Company has further complied with below mentioned laws, which are specifically applicable to the Company.
- i. Drugs and Cosmetics Act, 1940
 - ii. Cosmetics Rules, 2020
 - iii. The Legal Metrology Act, 2009 and
 - iv. The Legal Metrology (Packaged Commodities) Rules, 2011

I have also examined compliance with the applicable clauses of the following

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards, etc as mentioned above except that;

- 1) *In one instance, the gap between two consecutive meetings of the Board of Directors and the Audit Committee exceeded the prescribed limit of 120 days by 1 day, due to the rescheduling of the meetings from August 28, 2024 to August 29, 2024.*

I further report that:

- The Board of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent well in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decisions were carried through unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that based on review of compliance mechanism established by the Company and as per the representations made by the management and relied upon by me, I am of the opinion that the management has adequate systems and processes, commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, the following specific activity took place in the Company having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.



- On January 23, 2025, the Board of Directors of the Company approved the change of the Financial Year from the existing "July 1st – June 30th" period to the "April 1st – March 31st" period, in compliance with Section 2(41) of the Companies Act, 2013. As a result, the first Financial Year after the change is a 9-month period, from July 1st, 2024, to March 31st, 2025, and the following subsequent Financial Year being from April 1st to March 31st.

For **Saraf & Associates**
Practising Company Secretaries

K.G. SARAF

(Proprietor)

FCS: 1596 | CP: 642

PR. 1003/2020

FRN. S1988MH004800

Place : Mumbai

Date : 26.05.2025

UDIN : F001596G000441563

Note: This report is to be read with my letter of even date which is annexed as 'ANNEXURE 1' and forms an integral part of this report.

‘ANNEXURE 1’

To,
The Members,
GILLETTE INDIA LIMITED
CIN: L28931MH1984PLC267130
P&G Plaza, Cardinal Gracias Rd,
Chakala, Andheri (E),
Mumbai MH 400099 IN.

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as per Auditing Standards issued by the Institute of Company Secretaries of India to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **Saraf & Associates**
Practising Company Secretaries

Place : Mumbai
Date : 26.05.2025
UDIN : F001596G000441563

K.G. SARAF
(Proprietor)
FCS: 1596 | CP: 642
PR. 1003/2020
FRN. S1988MH004800



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

GILLETTE INDIA LIMITED

Report on the Audit of the Ind-AS Financial Statements

Opinion

We have audited the accompanying Ind-AS financial statements of **GILLETTE INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, the Statement of Cash Flows for the nine month period ended March 31, 2025 ("nine month period") and the Notes to the Ind-AS financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as 'Ind-AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind-AS financial statements give the information required by the Companies Act, 2013, ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (Ind-AS) and with other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the profit, total comprehensive income, changes in equity and its cash flows for the nine month period ended on that date.

Basis for Opinion

We conducted our audit of the Ind-AS financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Ind-AS Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Ind-AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind-AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind-AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr.	Key Audit Matter	Auditor's Response
1.	Revenue Recognition – Discounts and Promotions (note no. 2.3(a) and 20 to the Ind-AS financial statements) Revenue is measured net of discounts, rebates, incentives and promotions ('discounts and promotions'). The estimation of discounts and promotions related to sales made during the nine month period is material and it involves Management exercising significant judgement owing to the varying terms of agreements with customers. In addition, the value and timing of promotions for products varies from period to period, and the activity can span over a financial reporting period end. Past experience is used to estimate the provision for discounts and promotions considering the terms of the underlying schemes and arrangements with customers.	Our audit procedures included: (a) Assessing the appropriateness of the revenue recognition accounting policies, including those relating to discounts and promotions, by comparing the same with applicable accounting standards. (b) Reviewing the Company's general IT controls including review of the independent service auditor's report and other relevant information. (c) Testing the design, implementation and operating effectiveness of key controls including those at the third-party service organization by reviewing the independent service auditor's report and other relevant information with respect to discounts and promotions. (d) Performing substantive procedures by selecting samples of discounts and promotions recorded during the nine month period, including period end accruals by verifying underlying supporting documentation.

Sr.	Key Audit Matter	Auditor's Response
	Considering the materiality of amounts involved and significant judgements related to estimation of discounts and promotions, the same has been considered as a key audit matter.	(e) Performing an analysis of past accrual and actual expenses incurred there against. (f) Considering the adequacy of the Company's disclosures as per the requirements of IND AS 115.
2.	Provisions and Contingent Liabilities relating to taxation matters. (note no 3.2, 27 and 36 to the Ind – AS financial statements) The Company is subject to a range of tax risks and periodic assessments by local tax authorities on various tax matters. Applicable tax laws and regulations are subject to differing interpretations and the resolution of a final tax position can take several years to complete. Where the amount of tax payable is uncertain, the Company estimates provisions based on Management's judgement of the likelihood of settlement being required. Given the complexity of judgements involved in estimating the relevant provisions required, including assessments previously made by authorities, this was considered as a key audit matter.	Our audit procedures included: (a) Understanding the process followed by the Company in estimating the quantum of provisions for taxation matters and disclosure of contingent liabilities where it is considered that there could be a possibility that the obligation may arise. (b) Discussing the status and potential exposures in respect of significant tax litigations with the Management including their views on the likely outcome of each assessment / litigation and magnitude of potential exposure. Evaluating the impact of change in tax regulations, which could materially impact the amounts recorded in the Ind-AS financial statements. (c) Involving our tax specialists to evaluate and challenge the appropriateness of Management's assessment and judgements to estimate the provisions held in respect of the open tax assessments. We also re-assessed the provisions made in the Ind-AS financial statements based on the outcome of prior and ongoing tax assessments. (d) We have also assessed the adequacy of the Company's disclosures in the Ind-AS financial statements in respect of provisions and contingent liabilities relating to taxation matters.

Information Other than the Ind-AS Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the Ind-AS financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Ind-AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind-AS financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Ind-AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Ind-AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind-AS financial statements that give a true and fair view of the financial

position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind-AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind-AS financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind-AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind-AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind-AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind-AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind-AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind-AS financial statements, including the disclosures, and whether the Ind-AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation

Materiality is the magnitude of misstatements in the Ind-AS financial statements that, individually or

in aggregate, makes it probable that the economic decisions of the users of the Ind-AS financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Ind-AS financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind-AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The Board of Directors of the Company have, vide a circular resolution dated January 23, 2025, resolved to change the financial year end from June 30 to March 31. Accordingly, the Ind-AS financial statements for the current financial year of the Company as per the provisions of section 2(41) of the Companies Act, 2013, is for a period of nine months from July 1, 2024, to March 31, 2025. Further, as the said Ind-AS financial statements are only for a period of nine months, the figures for the current period are not comparable with those of the previous financial year ended June 30, 2024.

Our opinion on the Ind-AS financial statements is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020, ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 the Act, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books, except for the matter stated in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Ind-AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.
 - e) On the basis of the written representations received from the Directors of the Company as on March 31, 2025, and taken on record by the Board of Directors, none of the Directors of the Company are disqualified as on March 31, 2025, from being appointed as a Director in terms of Section 164(2) of the Act.
 - f) The observation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- g) With respect to the adequacy of the internal financial controls with reference to the Ind-AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 ("the Rules"), in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its Ind-AS financial statements - Refer Note 36 to the Ind-AS financial statements.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company, except to the extent as stated in Note 17 to the Ind-AS financial statements.
 - iv) The Management has represented that:
 - a) to the best of its knowledge and belief, as disclosed in Note 42(a)(v) to the Ind-AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entity(ies) ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) to the best of its knowledge and belief, as disclosed in Note 42(a)(vi) to the Ind-AS financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

Based on such audit procedures performed by us which are considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Rules, as provided under (a) and (b) above, contain any material misstatement.

- v) As per information and explanation furnished by Management and based on the records of the Company, the dividend proposed in the previous year, as well as the interim dividend declared and paid by the Company during the year is in accordance with Section 123 of the Act.

The Board of Directors of the Company have proposed a final dividend for the nine month period, which is subject to the approval of the members at the ensuing Annual General Meeting. The proposed dividend is in accordance with Section 123 of the Act.

- vi) As detailed in Note No. 44: Notes to Financial Statements, the Company uses certain third-party Software-as-a-Service (SaaS) applications as well as certain applications hosted on P&G Group's global servers which have a feature of recording audit trail (edit log) facility at the application level.

The audit trail data for direct access to the database available with the third-party software service providers has been validated through review of Service Organisation Controls (SOC) Reports. However, certain SOC Reports do not cover the full period under audit.

The audit trail at application level as well as at database level for software programs have operated throughout the period for all relevant transactions recorded in the software programs except in the cases where we are unable to comment whether the audit trail feature for direct access to the database in respect of the SaaS applications was enabled and operated for all relevant transactions recorded in the software in respect of the applications where the SOC report did not cover the entire period. We have also not observed instances of the audit trail feature having been tampered with during the period for which these records were available.

The audit trail has been preserved by the Company as per the statutory requirements for record retention, except for audit trail for direct access to the database:

- o for one of the 'Inventory Management' applications which is retained with effect from June 1, 2023 and not from April 1, 2023;
 - o for another 'Inventory Management' application which is retained with effect from April 7, 2024 and not from April 1, 2023; and
 - o for SaaS applications, we are unable to comment on preservation of the audit trail, in the absence of confirmation of the same in the SOC Reports.
3. According to information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act.

For **KALYANIWALLA & MISTRY LLP**
CHARTERED ACCOUNTANTS
 Firm Reg. No.: 104607W / W100166

Roshni R Marfatia
PARTNER
 M. No.: 106548
 UDIN: 25106548BMKSPE6614

Mumbai: May 26, 2025.

Annexure A to the Independent Auditor's Report

The Annexure referred to in paragraph 1 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report to the members of the Company on the Ind-AS financial statements for the nine month period ended March 31, 2025:

Statement on Matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020:

(i) Property, Plant and Equipment

a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment

(B) The Company does not have any Intangible assets, accordingly clause (i) (a)(B) of paragraph 3 of the Order is not applicable to the Company.

b) As explained to us, the Company has a program for physical verification of Property, Plant and Equipment and Right of use assets at periodic intervals by which all Property, Plant and Equipment and Right of use assets are verified in a phased manner over a period of three years. In our opinion, the period of verification is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment and Right of use assets. The discrepancies reported on such verification are not material and have been properly dealt with in the books of account.

c) According to the information and explanations given to us, the title deeds, comprising all the immovable properties of buildings are held in the name of the Company. In respect of immovable properties of land that have been taken on lease, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

d) The Company has not revalued any of its Property, Plant and Equipment (including Right of use assets) during the nine month period.

e) According to the information and explanations given to us, representation obtained from Management and on the basis of our examination of the records of the Company, no proceedings have been initiated during the nine month period or are pending against the Company as at March 31,

2025, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder.

ii) Inventory

a) The inventory has been physically verified by the Management at reasonable intervals during the nine month period. In our opinion, the frequency of such verification is reasonable. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on verification between the physical stocks and the book records were less than 10% in the aggregate for each class of inventories and have been properly dealt with in the books of account.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the nine month period. Accordingly, clause (ii)(b) of paragraph 3 of the Order is not applicable to the Company.

iii) The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, except in the case of loans given to employees and key managerial personnel.

(a) The Company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity, hence reporting under clause (iii)(a) of paragraph 3 of the Order is not applicable.

(b) The Company has granted loans to its employees and key managerial personnel, the terms and conditions of the grant of

loans to its employees and key managerial personnel are not prejudicial to the interests of the Company. During the nine month period, the Company has not made investments, provided guarantees, given security and advances in the nature of loans and guarantees provided to companies, firms, limited liability partnerships.

- (c) In respect of loans to employees and key managerial personnel, the repayment schedule of principal has been stipulated and the receipt / repayments are regular.
 - (d) In respect of loans granted to employees and key managerial personnel, there are no amounts overdue for more than ninety days.
 - (e) In respect of loans granted to employees and key managerial personnel, there were no amounts which have fallen due during the nine month period, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same employees.
 - (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the nine month period. Hence, reporting under clause (iii)(f) of paragraph 3 of the Order is not applicable.
- iv) According to the information and explanations given to us, the Company has not advanced any loans or given guarantee or provided any security to parties covered under Section 185 of the Act. In our opinion and according to the information and explanations given to us and records examined by us, the provisions of Section 186 of the Act is not applicable.
- v) According to the information and explanations given to us, the Company has not accepted deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act and the rules framed thereunder apply. Accordingly, clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi) The maintenance of cost records has not been prescribed for the activities of the Company by

the Central Government under section 148(1) of the Companies Act, 2013.

- vii) According to the information and explanations given to us and records of the Company examined by us, in our opinion:
- a) the Company is generally regular in depositing the undisputed statutory dues including Provident Fund, Income Tax, Duty of Customs, Goods and Services Tax, Cess, Professional Tax and other statutory dues, as applicable, with the appropriate authorities and there were no undisputed amount payables in respect of Provident Fund, Income Tax, Duty of Customs, Goods and Services Tax, Cess, Professional Tax and other material statutory dues in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.
 - b) there are no dues of Sales Tax, Value Added Tax, Service Tax, Goods and Services Tax, Provident Fund, Income-Tax, Duty of Customs, Duty of Excise or Cess or other statutory dues which have not been deposited with the appropriate authorities on account of any dispute, other than the following:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates*	Amount Involved (₹ In lakhs) **
The Central Excise Act, 1944	Excise Duty	Appellate Authority - up to Commissioners / Revisional authorities' level of various states	1994-1998, 2003-2018,	30,362
		Appellate Tribunal	2004-2008	8
		High Court	1990-1991	9
Sales Tax and Laws as per statutes applicable in various states	Sales Tax and VAT	Appellate Authority - up to Commissioners / Revisional authorities level of various states	1999-2000 to 2007-2008, 2010-2011 to 2012-2013, 2015-2016 to 2017-2018	970
		Appellate Authority - Tribunal of various states	1999-2000, 2002-2003, 2006-2007 to 2011-2012	1,603
Customs Act, 1962	Customs Duty	Appellate Authority - up to Commissioners / Revisional authorities level	2005-2013	1,534

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates*	Amount Involved (₹ In lakhs) **
Finance Act, 1994	Service Tax	Appellate Authority - up to Commissioner / Revisional authorities level of various states	2007-2008 to June 2017	3,048
		Customs, Excise and Service Tax Appellate Tribunal of various states	2010-2011 to 2013-2014	187
Goods and Services Act, 2017	Goods and Services Tax	Appellate Authority - up to Commissioner Level	2017-2018 to 2023-2024	135,501
Income-tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	2010-2011, 2014 - 2015 to 2017-2018, 2019-2020	75,771
	DTT	National Faceless Assessment Centre (NFAC)	2015-16, 2016-17	98
	Income Tax	Central Processing Centre	2022-23	33
	Income Tax	Commissioner of Income Tax	2014-15, 2015-16, 2017-18	31,487

* period denotes the financial year April to March.

** includes penalty and interest on taxes, wherever applicable and is net of amounts paid.

viii) According to the information and explanations given to us and on the basis of the records examined by us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the nine month period in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix) Borrowings

- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the nine month period. Accordingly, clause (ix)(a) of paragraph 3 of the Order is not applicable to the Company.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or Government or any Government authority.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not taken any term loans from any lender. Accordingly, clause (ix)(c) of paragraph 3 of the Order is not applicable to the Company.

d) According to the information and explanations given to us, and the procedures performed by us, and on overall examination of the Ind-AS financial statements of the Company, we report that no fund raised on short-term basis have been used for long-term purposes by the Company during the nine month period. Accordingly, clause (ix)(d) of paragraph 3 of the Order is not applicable to the Company.

e) According to the information and explanations given to us, representation obtained from Management, and on an overall examination of the Ind-AS financial statements of the Company, the Company does not have any subsidiaries, associates or joint ventures and accordingly reporting on clauses (ix)(e) and (f) of paragraph 3 of the Order are not applicable.

x) Allotment of Shares

a) According to the information and explanations given to us, representation obtained from Management, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the nine month period. Accordingly, the reporting on clause (x)(a) of paragraph 3 of the Order is not applicable to the Company.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the nine month period. Accordingly, the reporting of clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.

xi) Fraud

a) According to the information and explanations given to us, on the basis of the records examined by us and representation from Management, no fraud by the Company or any material fraud on the Company has been noticed or reported during the nine month period.

- b) No report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the nine month period and up to the date of this report.
- c) We have taken into consideration the whistle blower complaints received by the Company during the nine month period, while determining the nature, timing and extent of our audit procedures.
- xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of clause (xii) of paragraph 3 of the Order is not applicable to the Company.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, the transactions with related parties are in compliance with sections 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the Ind-AS financial statements as required by the applicable accounting standards.
- xiv) Internal Audit System
 - a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
 - b) We have considered the internal audit reports of the Company for the nine month period under audit.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, during the nine month period, the Company has not entered into any non-cash transactions with Directors or persons connected with its directors and hence provisions of Section 192 of the Act are not applicable to the Company.
- xvi) a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clauses (xvi) (a), (b) and (c) of paragraph 3 of the Order are not applicable.
- b) According to the information and explanations given to us, the Group has one Core Investment Company (CIC) which is not required to be registered with the Reserve Bank of India.
- xvii) According to the information and explanations given to us and based on our examination of the

Ind-AS financial statements of the Company, the Company has not incurred cash losses during the current financial nine month period and the immediately preceding financial year.

- xviii) There has been no resignation of the statutory auditor of the Company during the nine month period.
- xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and representation received from Management. Our report does not give any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx) a) There are no unspent amounts towards Corporate Social Responsibility ("CSR") on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act, 2013, in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the nine month period.
- b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount as at the end of March 31, 2025, to a Special Earmarked Bank account before March 31, 2025 in compliance with the provision of section 135(6) of the Act.

For **KALYANIWALLA & MISTRY LLP**
CHARTERED ACCOUNTANTS
 Firm Reg. No.: 104607W / W100166

Roshni R. Marfatia
PARTNER
M. No.: 106548
UDIN: 25106548BMKSPE6614

Mumbai: May 26, 2025.



Annexure B to the Independent Auditor's Report

(Referred to in Para 2 (f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the Ind-AS financial statements for the nine month period ended March 31, 2025))

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls with reference to Ind-AS financial statements of **GILLETTE INDIA LIMITED** ("the Company") as of March 31, 2025, in conjunction with our audit of the Ind-AS financial statements of the Company for the nine month period ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to Ind-AS financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (the "Act" or the "Companies Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the Ind-AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Ind-AS financial statements was established and

maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to the Ind-AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the Ind-AS financial statements included obtaining an understanding of internal financial controls with reference to the Ind-AS financial statements, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to the Ind-AS financial statements.

Meaning of Internal Financial Controls with reference to the Ind-AS Financial Statements

A Company's internal financial control with reference to the Ind-AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Ind-AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to the Ind-AS financial statements includes those policies and procedures that:

- 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind-AS financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with

authorizations of management and directors of the Company; and

- 3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Ind-AS financial statements.

Inherent Limitations of Internal Financial Controls with reference to the Ind-AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to the Ind-AS financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Ind-AS financial statements to future periods are subject to the risk that the internal financial control with reference to the Ind-AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our knowledge and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to the Ind-AS financial statements and such internal financial controls with reference to the Ind-AS financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to the Ind-AS financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **KALYANIWALLA & MISTRY LLP**
CHARTERED ACCOUNTANTS
 Firm Reg. No.: 104607W / W100166

Roshni R. Marfatia
PARTNER
M. No.: 106548
UDIN: 25106548BMKSPE6614

Mumbai: May 26, 2025.

**BALANCE SHEET AS AT MARCH 31, 2025**

	Notes	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
ASSETS			
Non-current assets			
Property, plant and equipment	4	34 211	34 692
Capital work-in-progress	4	1 736	2 593
Financial assets			
(i) Loans	5	2 089	1 817
(ii) Other financial assets	11	340	513
Deferred tax assets (Net)	6	6 439	5 347
Non-current tax assets (Net)		12 938	12 934
Other non-current assets	7	5 769	6 518
Total non-current assets		63 522	64 414
Current assets			
Inventories	8	45 347	39 584
Financial assets			
(i) Trade receivables	9	37 903	27 433
(ii) Cash and cash equivalents	10 (a)	41 545	47 343
(iii) Bank balances other than (ii) above	10 (b)	369	220
(iv) Loans	5	263	247
(v) Other financial assets	11	671	272
Other current assets	7	2 150	3 562
Total current assets		1 28 248	1 18 661
Total Assets		1 91 770	1 83 075
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12	3 259	3 259
Other equity	13	99 052	93 868
Total Equity		1 02 311	97 127
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Leased Liabilities	15	5	5
Provisions	14	11 269	10 039
Total non-current liabilities		11 274	10 044
Current liabilities			
Financial liabilities			
(i) Leased Liabilities	15	—	—
(ii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	16	485	839
Total outstanding dues of creditors other than micro enterprises and small enterprises	16	64 649	63 065
(iii) Other financial liabilities	17	1 108	1 247
Other current liabilities	19	5 068	2 894
Provisions	14	5 932	5 435
Current tax liabilities (Net)	18	943	2 424
Total current liabilities		78 185	75 904
Total Liabilities		89 459	85 948
Total Equity and Liabilities		1 91 770	1 83 075
See accompanying notes 1 to 46 to the financial statements			

In terms of our report of even date attached.

For KALYANIWALLA & MISTRY LLP

Chartered Accountants
Firm Regn No : 104607W/W100166

Roshni Marfatia

Partner
M. No : 106548

Place: Mumbai
Date: May 26, 2025

For and on behalf of Board of Directors

Anjuly Chib Duggal
Chairperson
DIN No : 05264033

Srividya Srinivasan
Executive Director & Chief Financial Officer
DIN No : 10823130

Kumar Venkatasubramanian
Managing Director
DIN No : 08144200

Flavia Machado
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

	Notes	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Income			
Revenue from operations	20	2 23 484	2 63 308
Other income	21	2 798	2 610
Total income		2 26 282	2 65 918
Expenses			
Cost of raw and packing materials consumed	22	53 520	67 940
Purchases of stock-in-trade (Traded Goods)		40 179	47 242
Changes in inventories of finished goods, work-in-progress and stock-in-trade	23	(2 161)	(5 052)
Employee benefits expense	24	13 258	18 741
Finance costs (including interest cost on Employee benefit plans)	25	851	1 261
Depreciation and amortization expense	4	6 428	8 264
Other expenses	26	58 792	71 297
Total expense		1 70 867	2 09 693
Profit before tax		55 415	56 225
Income tax expense			
Current tax	27.1	14 615	15 294
Deferred tax	27.1	(584)	(1 061)
Prior year tax adjustments	27.1	(382)	822
Income tax expense		13 649	15 055
Profit for the period / year		41 766	41 170
Other comprehensive income			
Other comprehensive income not to be reclassified to profit or loss:			
Re-measurement of the defined benefit plans	30.2(B), 30.3	(622)	942
Income tax effect	27.2	157	(237)
Total other comprehensive income for the period / year		(465)	705
Total comprehensive income for the period / year		41 301	41 875
Earnings per equity share	29		
- Basic (in ₹)		128.17	126.35
- Diluted (in ₹)		128.17	126.35
Face Value of Equity Share (in ₹)		10.00	10.00
See accompanying notes 1 to 46 to the financial statements			

In terms of our report of even date attached.

For KALYANIWALLA & MISTRY LLP

Chartered Accountants
Firm Regn No : 104607W/W100166

Roshni Marfatia

Partner
M. No : 106548

Place: Mumbai
Date: May 26, 2025

For and on behalf of Board of Directors

Anjuly Chib Duggal

Chairperson
DIN No : 05264033

Srividya Srinivasan

Executive Director & Chief Financial Officer
DIN No : 10823130

Kumar Venkatasubramanian

Managing Director
DIN No : 08144200

Flavia Machado

Company Secretary



STATEMENT OF CASH FLOWS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
A. Cash Flows from Operating Activities		
Profit before tax	55 415	56 225
Adjustments for:		
Depreciation and amortization expense	6 428	8 264
Loss on disposal of property, plant and equipment	136	651
Finance costs	851	1 261
Provision for doubtful receivables (net)	129	—*
Interest income	(1 799)	(1 758)
Net unrealised foreign exchange loss / (gain)	180	(388)
Expense recognised in respect of equity settled share based payments	394	356
Operating profit before working capital changes	61 734	64 611
Working capital adjustments		
(Increase)/Decrease in trade receivables	(10 570)	4 533
(Increase)/Decrease in financial assets	(527)	934
(Increase)/Decrease in inventories	(5 763)	1 651
Decrease/(Increase) in other assets	1 199	(791)
Increase/(Decrease) in trade and other payables	2 507	(4 831)
Increase/(Decrease) in provisions	303	(132)
Cash generated from operations	48 883	65 975
Income taxes paid (net of refund)	(16 098)	(15 071)
Net cash generated from operating activities	32 785	50 904
B. Cash Flows from Investing Activities		
Payment to acquire property, plant and equipment and capital work-in-progress	(4 364)	(6 724)
Proceeds from sale of property, plant and equipment	12	25
Interest received	1 812	1 784
Change in earmarked balances	(200)	—
Net cash (used in) investing activities	(2 740)	(4 915)

STATEMENT OF CASH FLOWS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
C. Cash Flows from Financing Activities		
Dividend paid	(35 843)	(43 990)
Principal payment of lease liabilities	—*	—*
Interest paid on lease liabilities	—*	—*
Net cash (used in) financing activities	(35 843)	(43 990)
Net (decrease) / increase in cash and cash equivalents (A+B+C)	(5 798)	1 999
Cash and cash equivalents at the beginning of the year	47 343	45 344
Cash and cash equivalents at the end of the period / year (refer note 10(a))	41 545	47 343
Disclosure of changes in liabilities arising from Financing activities		
	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
	Lease Liabilities	Lease Liabilities
Balance at the beginning of the year	5	5
Changes from financing cash flows		
Principal payment of lease liabilities	—*	—*
Interest paid on lease liabilities	—*	—*
Total changes from financing cash flows	—	—
Other changes		
New leases net off closures/disposals	—	—
Interest expense on lease liabilities	—*	—*
Total other changes	—	—
Balance at the end of the period / year	5	5

* denotes amount less than ₹ 50 000

Note:

The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.

See accompanying notes 1 to 46 to the financial statements

In terms of our report of even date attached.

For KALYANIWALLA & MISTRY LLP

Chartered Accountants
Firm Regn No : 104607W/W100166

Roshni Marfatia

Partner
M. No : 106548

Place: Mumbai
Date: May 26, 2025

For and on behalf of Board of Directors

Anjuly Chib Duggal

Chairperson
DIN No : 05264033

Srividya Srinivasan

Executive Director & Chief Financial Officer
DIN No : 10823130

Kumar Venkatasubramanian

Managing Director
DIN No : 08144200

Flavia Machado

Company Secretary

STATEMENT OF CHANGES IN EQUITY FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

a. Equity share capital

Particulars	Amount ₹ in lakhs
Balance as at July 1, 2023	3 259
Changes in equity share capital during the year	—
Balance as at June 30, 2024	3 259
Changes in equity share capital during the nine month period ended	—
Balance as at March 31, 2025	3 259

Note : There are no changes in equity share capital due to prior period errors.

b. Other equity

	Attributable to the equity shareholders of the Company						Total
	General reserve ₹ in lakhs	Securities premium ₹ in lakhs	Share options outstanding account ₹ in lakhs	Retained earnings ₹ in lakhs	Capital reserve ₹ in lakhs	Contingency reserve ₹ in lakhs	
Balance as at July 1, 2023 (refer note)	14 323	3 290	1 898	50 627	12 589	12 900	95 627
Profit for the year	—	—	—	41 170	—	—	41 170
Items of OCI for the year, net of tax	—	—	—	—	—	—	—
Remeasurement benefit of defined benefit plans	—	—	—	705	—	—	705
Total comprehensive income for the year	—	—	—	41 875	—	—	41 875
Payment of dividends (refer note 40)	—	—	—	(43 990)	—	—	(43 990)
Recognition of share-based payments	—	—	356	—	—	—	356
Balance as at June 30, 2024	14 323	3 290	2 254	48 512	12 589	12 900	93 868
Profit for the nine month period ended	—	—	—	41 766	—	—	41 766
Items of OCI for the period, net of tax	—	—	—	—	—	—	—
Remeasurement benefit of defined benefit plans	—	—	—	(465)	—	—	(465)
Total comprehensive income for the nine month period ended	—	—	—	41 301	—	—	41 301
Payment of dividends (refer note 40)	—	—	—	(35 843)	—	—	(35 843)
Recognition of share-based payments	—	—	394	—	—	—	394
Transferred from share option outstanding account	—	—	—	768	—	—	768
Deemed Equity Distribution to Ultimate Holding Company	—	—	—	(411)	—	—	(411)
Transfer to retained earnings	—	—	(768)	—	—	—	(768)
Arising on account of options exercised during the period	—	—	(257)	—	—	—	(257)
Balance as at March 31, 2025	14 323	3 290	1 623	54 327	12 589	12 900	99 052

Note : There are no changes in other equity due to changes in accounting policy or prior period items.

See accompanying notes 1 to 46 to the financial statements

In terms of our report of even date attached.

For KALYANIWALLA & MISTRY LLP

Chartered Accountants

Firm Regn No : 104607W/W100166

Roshni Marfatia

Partner

M. No : 106548

Place: Mumbai

Date: May 26, 2025

For and on behalf of Board of Directors

Anjuly Chib Duggal

Chairperson

DIN No : 05264033

Srividya Srinivasan

Executive Director &

Chief Financial Officer

DIN No : 10823130

Kumar Venkatasubramanian

Managing Director

DIN No : 08144200

Flavia Machado

Company Secretary

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

1 Corporate information

Gillette India Limited ('the Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956 having CIN L28931MH1984PLC267130. Its ordinary shares (Equity) are listed on two recognised stock exchanges in India. The registered office of the Company is located at P&G Plaza, Cardinal Gracias Road, Chakala, Andheri (E), Mumbai - 400099.

The Company is engaged in manufacturing and selling of branded packaged fast moving consumer goods in the grooming and oral care businesses. The Company's products are sold through retail operations including mass merchandisers, grocery stores, membership club stores, drug stores, department stores and high frequency stores. The Company has its manufacturing locations at Bhiwadi in Rajasthan and Baddi in Himachal Pradesh, apart from third party manufacturing locations spread across India.

2 Basis of preparation, Measurement, Material and Other accounting policies

2.1 Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 ("the Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

2.2 Basis of preparation and Measurement

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The financial statements have been prepared on the historical cost basis except for certain items that are measured at fair values at the end of the reporting period, as explained in accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurement that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2.

In addition, for the financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Ind AS 101 - First-time Adoption of Indian Accounting Standards Exemptions applied Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

On transition to Ind AS, the Company had elected to continue with the carrying value of all of its property, plant and equipment and intangible assets as at June 30, 2015, measured as per the previous GAAP and used that carrying value as the deemed cost of the property, plant and equipment, intangible assets and investment property as on July 01, 2015.

The Company has opted to change its financial year end from June 30 to March 31 of each year for the purpose of preparation of its annual financial statements.

The Board of Directors of the Company, on January 23, 2025, have approved the change of the Financial Year end from June 30 to March 31 of each year. Accordingly, the current Financial Statements of the Company are for a period of nine months commencing on July 1, 2024 and ending on March 31, 2025. Further, as the said financial statements are only for a period of nine months, the figures for the current period are not comparable with those of the previous financial year ended June 30, 2024.

2.3 Summary of material accounting policies

a. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. The Company's revenue contracts represent a single performance obligation to sell its products to trade customers. Revenue is measured on the basis of contracted price, after deduction of any discounts, rebates, incentives, promotions and any taxes or duties collected on behalf of the Government such as Goods and Services Tax, etc. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. Revenue is reduced for variable consideration including rebates and other similar allowances. Accumulated experience is used to estimate and accrue for the discounts and rebates considering the terms of the underlying schemes and arrangements with customers. Company's contracts with trade customers do not have significant financing components.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed and there are no longer unfulfilled obligations, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably at contract price, after deduction variable consideration including any discounts, volume rebates and any taxes or duties collected on behalf of the government such as Goods and Services Tax (GST), etc. Accumulated experience is used to estimate the provision for such discounts and rebates;
- it is probable that the economic benefits associated with the transaction will flow to the Company; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Interest income

Interest income is recorded using the Effective Interest Rate (EIR). Interest income is included in Other Income in the Statement of Profit and Loss.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

b. Leasing

The Company as a lessee

The Company's lease assets classes primarily consist of leases for land and plant & equipment. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) The contract involves the use of an identified asset
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

c. Foreign currencies

The financial statements are presented in Indian Rupee (₹ in lakhs), which is also the Company's functional currency.

Transaction and balances

Transactions in currencies other than the Company's functional currency i.e. (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the balance sheet date. Non-monetary items carried at fair value that are



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value is determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on such translations are recognised in the Statement of Profit and Loss in the period which they arise.

d. Employee benefits

i) Short term employee benefits - Short term employee benefits including salaries and performance incentives, are charged to the Statement of Profit and Loss on an undiscounted, accrual basis during the period of employment.

ii) Post-employment Benefits

a) Defined Contribution Plans:

The Company has Defined Contribution Plans for post employment benefits charged to the Statement of Profit and Loss, in the form of :

- Superannuation Fund as per Company policy administered by the Life Insurance Corporation of India.
- State Defined Contribution Plans: Employer's Contribution to Employees' State Insurance.

b) Defined Benefit Plans:

Funded Plan: The Company has Defined Benefit Plan for post employment benefits in the form of

- Gratuity for all employees administered through a trust, which is administered through trustees and / or Life Insurance Corporation of India, where one of the group company is also the participant.
- Provident Fund for all permanent employees is administered through a trust. The Provident Fund is administered by trustees of an independently constituted common trust recognised by the Income Tax authorities where two other group Companies are also participants. Periodic contributions to the Fund are charged to revenue and when services are rendered by the employees. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and notified interest rate by the Government.

Unfunded Plan: The Company has unfunded Defined Benefit Plans in the form of Post Retirement Medical Benefits (PRMB) and Compensated Absences (plant technicians) as per its policy.

Liability for the above defined benefit plans is provided on the basis of valuation, as at the Balance Sheet date, carried out by independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit method. The classification of the Company's net obligation into current and non-current is as per the actuarial valuation report.

Remeasurements, comprising actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to Retained Earnings through Other Comprehensive Income in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Past service costs are recognised in the Statement of Profit and Loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate at the beginning of the year to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
 - Net interest expense or income
- iii) Liability for Compensated Absences, Bonus, Leave Travel Allowance etc which are in the nature of short term benefits is provided for as per Company rules based on the undiscounted amount of benefits expected to be paid in exchange of services rendered.
- iv) Termination benefits are recognised as an expense as and when incurred.
- v) Long Service Awards are payable to employees on completion of specified years of service.

e. Share-based payment arrangements

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The Procter & Gamble Company has an "Employee Stock Option Plan (ESOP)" whereby the specified employees covered by the plan are granted an option to purchase shares of the Ultimate Holding Company i.e. - The Procter & Gamble Company at a fixed price (grant price) for a fixed period of time. The difference between the market price and grant price on the exercise of the stock options issued by the Ultimate Holding Company to the employees of the Company is charged in the year of exercise by the employees. Parent company will recharge an amount equal to spread as on date of exercise of options.

The cost of equity-settled transactions is recognised in employee benefits expense, together with a corresponding increase in equity (other reserves) over the period in which the service and performance conditions are fulfilled (the vesting period). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. Recharge to parent company to the extent of fair value of options will be debited in equity reserves and any excess recharge above the fair value of options will be recognised as equity distribution from the Company.

Employee share purchase plan

The Procter & Gamble Company has an "International Stock Ownership Plan (ISOP)" (employee share purchase plan) whereby specified employees of its subsidiaries have been given a right to purchase shares of the Ultimate Holding Company i.e. The Procter and Gamble Company. Every employee who opts for the scheme contributes by way of payroll deduction up to a specified percentage (upto 15%) of base salary towards purchase of shares on a monthly basis. The Company contributes 50% of employee's contribution (restricted to 2.5% of his base salary) and charged to employee benefit expenses. The expenses related ISOP are recognised immediately in the Statement of Profit and Loss statement since there are no vesting conditions attached to the scheme.

The expense in the Statement of Profit and Loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through the Statement of Profit and Loss.

f. Taxation

Income tax expense represents the sum of the current tax and deferred tax.

Current tax

Provision for current tax for the Company's nine month period ended on March 31 is based on the results of the period July 1 to March 31 (later part of the fiscal year ended March 31) and for the balance and for the period April 1 to June 30 (beginning of the next fiscal year) as per the provisions of the Income Tax Act, 1961 and other applicable tax laws. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profits. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

g. Property, plant and equipment

Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at acquisition cost less accumulated

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

depreciation and accumulated impairment losses, if any. Cost of acquisition of property, plant and equipment comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts, rebates and any directly attributable cost of bringing the item to its working condition for its intended use. Freehold land is not depreciated. Subsequent costs are included in the assets' carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes any directly attributable cost of bringing the item to its working condition for its intended use including professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Cost of Property, plant and equipment which are not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. All other repairs and maintenance cost are charged to the Statement of Profit and Loss during the period in which they are incurred.

Depreciation is recognised so as to write off the cost of assets (other than freehold land) less their residual values over their useful life, using straight-line method. The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The management's estimate of useful lives are in accordance with Schedule II to the Act.

The estimated useful life of certain property, plant and equipment of the Company are as follows:

Asset Class	Useful lives
Buildings	30 years
Plant & machinery	15 years
Furniture and fixtures	10 years
Office equipment	3 - 6 years
Vehicles	8 years
Moulds & Dies	8 years

The residual values of the Company fixed assets are assumed to be equal to zero on the premise that the assets are used for their entire productive life, and have no value, on the secondary market or elsewhere, at the end of the life.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

The carrying value of PPE as at March 31, 2025, includes assets considered for exemption as referred in Note 2.2 applied during first-time adoption of Indian Accounting Standard.

h. Impairment of property, plant and equipment

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its own carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal is recognised immediately in the Statement of Profit and Loss.

i. Inventories

Inventories consist of raw and packing materials, stores and spares, work-in-progress, stock-in-trade and finished goods. Inventories are valued at lower of cost and net realisable value after providing for obsolescence and other losses where considered necessary. Cost of inventories is determined on FIFO basis.

Cost of raw materials and stores and spares includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of finished goods and work-in-progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. Cost of conversion includes an appropriate portion of allocable overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

j. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, its present value, that reflects the current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in the Notes to the Financial Statements. Contingent liabilities are disclosed for (1) possible obligations which will be confirmed only by future events not wholly within the control of the Company or (2) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

The Company has ongoing disputes with Tax Authorities on various matters which are pending before appellate authorities. In this regard, the management evaluates whether it has any uncertain tax position requiring adjustments to provision for taxes. Depending on probability of success in the matter before the Appellate Authorities, a provision is created or a Contingent liability is disclosed.

Contingent assets are not recognised in the financial statements as this may result in the recognition of income that may never be there.

k. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of the financial asset and financial liabilities (other than financial asset and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial asset or financial liabilities, as appropriate, on initial recognition. Transactions costs directly attributable to the acquisition of financial asset and financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

l. Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets (except trade receivables) are subsequently measured at either amortised cost or fair value through profit or loss or fair value through other comprehensive income, depending on the classification of the financial assets. Financial assets are not reclassified subsequent to their recognition, except during the period the Company changes its business model for managing financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- a) The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- b) The contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that does not meet the above conditions are subsequently measured at fair value. Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). A financial asset not classified as either amortised cost or Fair Value through OCI, is classified as Fair Value through Profit or loss.

Effective interest method

The effective interest is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount in initial recognition.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Income is recognised on an effective interest basis for debt instruments. Interest income is recognised in the Statement of Profit and Loss and is included in the "Other income" line item.

Impairment of financial assets

The Company applies expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

For trade receivables or any contractual right to receive cash, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience with adjusted for forward-looking information.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all of the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all of the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in the Statement of Profit and Loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the Statement of Profit and Loss on disposal of that

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost, the exchange differences are recognised in the Statement of Profit and Loss.

m. Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liability or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities at initial recognition are classified as financial liabilities at fair value through profit or loss, loans, borrowings and trade payables, as appropriate.

Financial liabilities that are not held-for-trading and are not designated as at fair value through profit or loss are measured at amortised cost at the end of the subsequent accounting period. The carrying amount of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the "Finance costs" in the Statement of Profit and loss.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, (where appropriate), a shorter period, to the net carrying amount at initial recognition.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instrument and are recognised in the Statement of Profit and Loss.

Derecognition

The Company derecognises a financial liability when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new liability. Similarly, a substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new liability. The difference between the carrying amount of the financial



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

n. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

o. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

p. Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the year after tax for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit / loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

q. Claims

Claims against the Company not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

2.4 Other accounting policies

a. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily takes a substantial period of time to get ready for its intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2.5 Recent accounting pronouncements

Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

MCA had made certain amendments to Ind AS 116 – Leases and introduced Ind AS 117 – Insurance Contracts during the financial year ended March 31, 2025. The said amendments are effective from April 01, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Additionally, MCA has also made certain amendments to Ind AS 21 – The effects of changes in foreign exchange rates vide its notification dated 07.05.2025. The said amendments are effective from April 01, 2025. Based on preliminary assessment, the Company does not expect these amendments to have any significant impact on its financial statements.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

3 Critical accounting judgments and key sources of estimation uncertainty

3.1 Critical judgments in applying accounting policies

In the application of the Company's accounting policies, which are described in Note 2, the Directors of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods of the revision if it affects both current and future periods.

3.2 Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

a. Useful lives of property, plant and equipment

As described at 2.3 (g) above, the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period.

b. Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. The Management of the Company determines appropriate valuation techniques and inputs for fair value measurements.

In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The Management works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities is disclosed in Note 31.

c. Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the Management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in note 24, 'Employee benefits expense'.

d. Income taxes

The Company's tax jurisdiction is India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions (refer note 27).

e. Measurement and likelihood of occurrence of provisions and contingencies – As disclosed in Note 14 and Note 36, Management has estimated and measured the likelihood of the litigations and accounted the provision and contingencies as appropriate.

f. The estimation of the various types of discounts, incentives, promotions and rebate schemes to be recognised based on sales made during the year (refer note 20).

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

4 Property, plant and equipment and capital work-in-progress

Property, plant and equipment	At March 31, 2025 ₹ in lakhs	At June 30, 2024 ₹ in lakhs
Owned Assets	33 539	34 012
Right of Use Assets	672	680
Total	34 211	34 692

A. Owned Assets

	Buildings ₹ in lakhs	Plant & equipment ₹ in lakhs	Furniture and fixtures ₹ in lakhs	Office equipment ₹ in lakhs	Vehicles ₹ in lakhs	Moulds & Dies ₹ in lakhs	Total ₹ in lakhs
Gross Carrying Value							
At July 1, 2023	7 844	50 203	3 575	4 908	237	12 509	79 276
Additions	544	2 154	1 054	297	46	951	5 046
Disposals	(11)	(93)	(17)	(448)	(28)	(1 089)	(1 686)
At June 30, 2024	8 377	52 264	4 612	4 757	255	12 371	82 636
Additions	1 863	3 552	392	161	42	22	6 032
Disposals	(80)	(76)	(13)	(60)	–	–	(229)
At March 31, 2025	10 160	55 740	4 991	4 858	297	12 393	88 439
Accumulated depreciation							
At July 1, 2023	2 246	30 793	1 662	2 169	108	4 042	41 020
Depreciation charge for the year	493	5 632	402	527	25	1 174	8 253
Disposals	(2)	(70)	(8)	(72)	(7)	(490)	(649)
At June 30, 2024	2 737	36 355	2 056	2 624	126	4 726	48 624
Depreciation charge for the nine month period ended	278	4 002	417	443	22	1 258	6 420
Disposals	(20)	(64)	(8)	(52)	–	–	(144)
At March 31, 2025	2 995	40 293	2 465	3 015	148	5 984	54 900
Net carrying amount							
At July 1, 2023	5 598	19 410	1 913	2 739	129	8 467	38 256
At June 30, 2024	5 640	15 909	2 556	2 133	129	7 645	34 012
At March 31, 2025	7 165	15 447	2 526	1 843	149	6 409	33 539

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

4 Property, plant and equipment and capital work-in-progress (Contd.)

B. Right of Use Assets

	Land	Plant & equipment	Total
	₹ in lakhs	₹ in lakhs	₹ in lakhs
Gross Carrying Value as at July 1, 2023	731	23	754
Additions	—	—	—
Disposals	—	—	—
At June 30, 2024	731	23	754
Additions	—	—	—
Disposals	—	—	—
At March 31, 2025	731	23	754
Accumulated depreciation as at July 1, 2023	44	19	63
Additions	—	—	—
Depreciation charge for the year	11	—	11
At June 30, 2024	55	19	74
Additions	—	—	—
Depreciation charge for the nine month period ended	8	—	8
At March 31, 2025	63	19	82
Net Block as at July 1, 2023	687	4	691
Net Block as at June 30, 2024	676	4	680
Net Block as at March 31, 2025	668	4	672

C. Capital work-in-progress

	At March 31, 2025 ₹ in lakhs	At June 30, 2024 ₹ in lakhs
Capital work-in-progress	1 736	2 593
	1 736	2 593

Capital work-in-progress ageing schedule

As at March 31, 2025	Amount in CWIP for a period of				
	Less than 1 year ₹ in lakhs	1-2 years ₹ in lakhs	2-3 years ₹ in lakhs	More than 3 years ₹ in lakhs	Total ₹ in lakhs
Projects in progress	1 589	147	—	—	1 736
Projects temporarily suspended	—	—	—	—	—
Sub Total	1 589	147	—	—	1 736



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

As At June 30, 2024	Amount in CWIP for a period of				
	Less than 1 year ₹ in lakhs	1-2 years ₹ in lakhs	2-3 years ₹ in lakhs	More than 3 years ₹ in lakhs	Total ₹ in lakhs
Projects in progress	883	169	27	1 514	2 593
Projects temporarily suspended	—	—	—	—	—
Sub Total	883	169	27	1 514	2 593

Note :

- The Company does not have any ongoing projects which has exceeded its cost compared to its original plan.
- The Company does not have any overdue projects as at the end of the periods.

5 Loans

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Unsecured considered good		
Non-current		
Loans to related parties (refer note 33)	266	286
Loan to employees	1 823	1 531
	2 089	1 817
Current		
Loans to related parties (refer note 33)	25	26
Loan to employees	238	221
	263	247

Notes:

- Loans given to employees / key managerial personnel as per the Company's policy are not considered for the purposes of disclosure under Section 186 (4) of the Act.
- There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:
 - repayable on demand; or
 - without specifying any terms or period of repayment

6 Deferred tax assets (Net)

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Deferred tax assets	6 439	5 347
	6 439	5 347

Deferred tax assets / (liabilities) in relation to:

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

2024-2025	Opening Balance	Recognised in statement of profit or loss	Recognised in other comprehensive income	Closing Balance
	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs
Property plant and equipment	391	581	—	972
Voluntary retirement scheme	256	41	—	297
Provision for doubtful debts and other receivables	48	5	—	53
Disallowance u/s 43 B of the Income Tax Act, 1961	3 590	(389)	157	3 358
Other temporary differences	1 062	697	—	1 759
	5 347	935	157	6 439

2023-2024	Opening Balance	Recognised in statement of profit or loss	Recognised in other comprehensive income	Closing Balance
	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs
Property plant and equipment	(33)	424	—	391
Voluntary retirement scheme	—	256	—	256
Provision for doubtful debts and other receivables	56	(8)	—	48
Disallowance u/s 43 B of the Income Tax Act, 1961	3 638	189	(237)	3 590
Other temporary differences	920	142	—	1 062
	4 581	1 003	(237)	5 347

7 Other assets

Unsecured, Considered good

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Non-current		
Capital advances	962	—
Balances with government authorities (includes amounts deposited with Excise, Sales Tax and other authorities, pending resolution of disputes)	4 807	6 518
	5 769	6 518
Current		
Prepaid expenses	28	20
Other advances (including advance to vendors)	247	236
Advance to employees (refer note (a) below)	4	14
Balances with government authorities (includes Service Tax and Cenvat credit receivable)	1 871	3 292
	2 150	3 562

- (a) Includes amounts deposited with Excise, Sales Tax and other authorities as demanded, pending resolution of disputes.
- (b) Advances given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186 (4) of the Act.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

8 Inventories

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Inventories (lower of cost and net realisable value)		
Raw materials (including packing materials) (Includes in transit ₹ 442 lakhs (June 30, 2024: ₹ 220 lakhs))	15 783	12 725
Work-in-progress	2 197	921
Finished goods	11 648	12 994
Stock-in-trade (Includes in transit ₹ 5 469 lakhs (June 30, 2024: ₹ 6 069 lakhs))	12 377	10 146
Consumable stores and spares	3 342	2 798
	45 347	39 584

- (a) The cost of inventories recognised as an expense during the year is disclosed in note 22, 23 and 26.
- (b) The cost of inventories recognised as an expense includes ₹ Nil (during 2023-2024: ₹ Nil) in respect of write-downs of inventory to net realisable value. There has been no reversal of such write down in current and previous years.

9 Trade receivables

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Unsecured, considered good	38 115	27 533
Less: Allowance for expected credit loss	(212)	(100)
	37 903	27 433

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as per the provision matrix.

The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

There are no debts due by Directors or other Officers of the Company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any Director is a Partner or a Director or a Member.

Movement in the allowance for doubtful receivables

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of the year	100	223
Adjustments during the year (net)	(17)	(123)
Changes in allowance for credit impairment during the period/year	129	—*
Balance at end of the period/year	212	100

* denotes amount less than ₹50 000.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Ageing for trade receivables as at March 31, 2025

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs
Undisputed trade receivables							
Considered good	30 816	4 915	1 929	361	92	2	38 115
Which have significant increase in credit risk	—	—	—	—	—	—	—
Credit impaired	—	—	—	—	—	—	—
Disputed trade receivables							
Considered good	—	—	—	—	—	—	—
Which have significant increase in credit risk	—	—	—	—	—	—	—
Credit impaired	—	—	—	—	—	—	—
Sub Total	30 816	4 915	1 929	361	92	2	38 115
Less: Allowance for expected credit loss							(212)
Total							37 903

Ageing for trade receivables as at June 30, 2024

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs	₹ in lakhs
Undisputed trade receivables							
Considered good	23 345	3 872	45	181	39	51	27 533
Which have significant increase in credit risk	—	—	—	—	—	—	—
Credit impaired	—	—	—	—	—	—	—
Disputed trade receivables							
Considered good	—	—	—	—	—	—	—
Which have significant increase in credit risk	—	—	—	—	—	—	—
Credit impaired	—	—	—	—	—	—	—
Sub Total	23 345	3 872	45	181	39	51	27 533
Less: Allowance for expected credit loss							(100)
Total							27 433



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

10(a) Cash and cash equivalents

For the purpose of the Statement of Cash Flows, cash and cash equivalents include cash in banks, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the reporting year as shown in the Statement of Cash Flows can be reconciled to the related items in the Balance Sheet as follows:

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balances with banks:		
- In current accounts	6 545	6 843
- Deposits with original maturity of less than three months	35 000	40 500
Cash and cash equivalents as per Balance Sheet	41 545	47 343
Cash and cash equivalents as per Statement of Cash Flows	41 545	47 343

10(b) Other bank balances

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Earmarked accounts		
- Unclaimed / Unpaid dividend account	169	220
- Unspent CSR account	200	—
	369	220

11 Other financial assets

Unsecured, Considered good	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Non-current		
Security deposits	340	513
	340	513
Current		
Security deposits	259	21
Due from related parties (refer note 33)	386	212
Interest accrued on deposits with banks	26	39
	671	272

12 Equity share capital

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Authorised share capital:		
3 30 00 000 fully paid equity shares of ₹ 10 each (Previous year : 3 30 00 000 fully paid equity shares of ₹ 10 each)	3 300	3 300
	3 300	3 300
Issued and subscribed share capital:		
3 25 85 217 fully paid equity shares of ₹ 10 each (Previous year : 3 25 85 217 fully paid equity shares of ₹ 10 each)	3 259	3 259
	3 259	3 259

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

12.1 Movement in Equity share capital

	Number of shares	Share Capital ₹ in lakhs
Balance at July 1, 2023	3 25 85 217	3 259
Movements	—	—
Balance at June 30, 2024	3 25 85 217	3 259
Movements	—	—
Balance at March 31, 2025	3 25 85 217	3 259

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

No shares are bought back by the Company during the period of 5 years immediately preceding the Balance Sheet date.

No shares are allotted as fully paid up by way of bonus shares during the period of 5 years immediately preceding the Balance Sheet date.

No shares are reserved for issue under options and contracts/commitments for the sale of shares/disinvestment.

No shares are allotted as fully paid up pursuant to contracts without being payment received in cash during the period of 5 years immediately preceding the Balance Sheet date.

12.2 Details of shares held by Ultimate Holding Company / Holding Company and / or their subsidiaries / associates

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Ultimate Holding Company		
The Procter & Gamble Company	—	—
Holding Company		
Procter & Gamble Overseas India BV, The Netherlands	1 307	1 307
Subsidiaries of the Ultimate Holding Company		
Gillette Diversified Operations Private Limited	1 136	1 136

12.3 Details of shareholders holding more than 5% equity shares in the Company

	As at March 31, 2025		As At June 30, 2024	
	Number of shares held	% holding of equity shares	Number of shares held	% holding of equity shares
<i>Equity shares of ₹ 10 each fully paid</i>				
Procter & Gamble Overseas India BV, The Netherlands	1 30 73 465	40.12	1 30 73 465	40.12
Gillette Diversified Operations Private Limited	1 13 64 338	34.88	1 13 64 338	34.88
Life Insurance Corporation of India - P&GS Fund	—*	—*	17 13 190	5.26

*Shareholding below 5% of total equity capital of the Company as on March 31, 2025, hence not reportable.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

12.4 Details of shareholdings by the promoter's of the Company

Promoter Name	As at March 31, 2025		As At June 30, 2024		% change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Procter & Gamble Overseas India BV, The Netherlands	1 30 73 465	40.12	1 30 73 465	40.12	—
Gillette Diversified Operations Private Limited	1 13 64 338	34.88	1 13 64 338	34.88	—
Total Promoters shares outstanding	2 44 37 803	75.00	2 44 37 803	75.00	—
Total shareholding	3 25 85 217		3 25 85 217		

Promoter Name	As At June 30, 2024		As at June 30, 2023		% change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Procter & Gamble Overseas India BV, The Netherlands	1 30 73 465	40.12	1 30 73 465	40.12	—
Gillette Diversified Operations Private Limited	1 13 64 338	34.88	1 13 64 338	34.88	—
Total Promoters shares outstanding	2 44 37 803	75.00	2 44 37 803	75.00	—
Total shareholding	3 25 85 217		3 25 85 217		

13 Other equity

Particulars	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Reserves & surplus		
General reserve	14 323	14 323
Securities premium	3 290	3 290
Share options outstanding account	1 623	2 254
Retained earnings	54 327	48 512
Capital reserve	12 589	12 589
Contingency reserve	12 900	12 900
	99 052	93 868

13.1 General reserve

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	14 323	14 323
Transferred from surplus in Statement of Profit and Loss	—	—
Balance at the end of year	14 323	14 323

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to the Statement of Profit and Loss.

13.2 Securities Premium

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	3 290	3 290
Movements	—	—
Balance at the end of year	3 290	3 290

The amount received in excess of face value of the equity shares is recognised in securities premium which is utilised in accordance with the provisions of the Act.

13.3 Share options outstanding account

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	2 254	1 898
Arising on share-based compensation	394	356
Less: Transfer to Retained Earning	(768)	—
Less: Arising on account of options exercised during the period	(257)	—
Balance at the end of year	1 623	2 254

The above reserve relates to share options granted by the Ultimate Holding Company to specific employees of its subsidiaries under its employee stock option plan. Further information about share-based payments to employees is set out in note 32.

13.4 Retained earnings

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	48 512	50 627
Profit attributable to the owners of the Company	41 766	41 170
Other comprehensive income arising from remeasurement of defined benefit obligation (net of income tax)	(465)	705
Payment of interim / final dividend on equity shares (refer note 40)	(35 843)	(43 990)
Transferred from share option outstanding account	768	—
Deemed Equity Distribution to Ultimate Holding Company	(411)	—
Balance at the end of year	54 327	48 512

This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefits obligation. This Reserve can be utilised in accordance with the provisions of the Act.

In December 2024, final dividend of ₹ 45 per share (total dividend ₹ 14 663 lakhs) for the year ended June 30, 2024 was paid to holders of fully paid equity shares. In December 2023, final dividend of ₹ 50 per share (total dividend ₹ 16 293 lakhs) for the year ended June 30, 2023.

**NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025**

In February 2025, an interim dividend of ₹ 65 per share (total dividend ₹ 21 180 lakhs) was paid to holders of fully paid equity shares.

In January 2024, an interim dividend of ₹ 85 per share (total dividend ₹ 27 697 lakhs) was paid to holders of fully paid equity shares.

13.5 Capital reserve

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	12 589	12 589
Movements	—	—
Balance at the end of year	12 589	12 589

The above reserve represents the difference between value of the net assets transferred to the Company in the course of business combinations / amalgamations and the consideration paid for such combinations / amalgamations and capital grant received from its erstwhile parent.

13.6 Contingency reserve

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	12 900	12 900
Transferred from retained earnings	—	—
Balance at the end of year	12 900	12 900

The Company had in earlier years filed a writ petition in the High Court of Himachal Pradesh at Shimla challenging the premature withdrawal of Excise duty exemption for packing/repacking activities at its Baddi Manufacturing Facility. The High Court has since passed an order on April 24, 2008 in favour of the Company and has struck down the notification withdrawing the excise exemption. The Excise department has preferred an appeal on October 31, 2009 with the Hon'ble Supreme Court of India against the said order of the High Court. The Company has, as a matter of prudence, created a Contingency Reserve of ₹ 12 900 lakhs by way of appropriation of profits to the extent of excise duty payable (net of Cenvat credit) on dispatches made from the Baddi plant. This Reserve will be reviewed as and when this litigation is finally decided. The appropriation has been made till March 9, 2017, being the last date of excise exemption.

14 Provisions

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Employee benefits (refer note (i) below)	12 352	10 923
Other provisions - Disputed tax liabilities	4 849	4 551
	17 201	15 474
Current	5 932	5 435
Non - current	11 269	10 039
	17 201	15 474

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Other provisions

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance at the beginning of year	4 551	4 153
Additional provision recognised	298	398
Reduction arising from payments	—	—
Balance at the end of year	4 849	4 551

- (i) The provision for employee benefits includes gratuity, post retirement medical benefits (PRMB), compensated absences, provident fund and long service awards. For other disclosures refer note 30.

15 Lease Liabilities

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Non-current		
Lease liabilities payable beyond 12 months	5	5
	5	5
Current		
Lease liabilities payable within 12 months	—*	—*
	—*	—*

* denotes amount less than ₹ 50 000

The movement in Lease liabilities (Non-current and Current) is as follows:

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Balance as at beginning of the year	5	5
Add: Accretion of interest	—*	—*
Less: Payments (including foreclosure)	—*	—*
Less: Others (including foreclosure)	—*	—*
Balance as at end of the year	5	5

The Company's lease assets classes primarily consist of leases for land, buildings and equipments.

- The maturity analysis of lease liabilities are disclosed in note 31.
- The carrying amounts of right-of-use assets recognised, the movements during the year and the depreciation expense on Right-of-Use assets are given in note 4.
- The interest expense on lease liabilities recognised is given in note 25.
- The Company incurred ₹ Nil Lakhs for the year ended March 31, 2025 (June 30, 2024) towards expenses relating to short-term leases and leases of low-value assets.
- The total cash outflow for leases is for the year ended March 31, 2025 (June 30, 2024).*

* denotes amount less than ₹ 50 000.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

16 Trade payables

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Total outstanding dues of micro enterprises and small enterprises (refer note 37)	485	839
Total outstanding dues of creditors other than micro enterprises and small enterprises	64 649	63 065
	65 134	63 904

Ageing for trade payables as at March 31, 2025

Particulars	Outstanding for following periods from due date of payment						Total ₹ in lakhs
	Unbilled ₹ in lakhs	Not Due ₹ in lakhs	Less than 1 year ₹ in lakhs	1-2 years ₹ in lakhs	2-3 years ₹ in lakhs	More than 3 years ₹ in lakhs	
Undisputed dues - MSME	—	427	58	—	—	—	485
Undisputed dues - Others	29 959	26 410	6 377	128	839	936	64 649
Disputed dues - MSME	—	—	—	—	—	—	—
Disputed - Others	—	—	—	—	—	—	—
Total	29 959	26 837	6 435	128	839	936	65 134

Ageing for trade payables as at June 30, 2024

Particulars	Outstanding for following periods from due date of payment						Total ₹ in lakhs
	Unbilled ₹ in lakhs	Not Due ₹ in lakhs	Less than 1 year ₹ in lakhs	1-2 years ₹ in lakhs	2-3 years ₹ in lakhs	More than 3 years ₹ in lakhs	
Undisputed dues - MSME	—	—	15	824	—	—	839
Undisputed dues - Others	27 911	26 194	6 879	598	1 371	112	63 065
Disputed dues - MSME	—	—	—	—	—	—	—
Disputed - Others	—	—	—	—	—	—	—
Total	27 911	26 194	6 894	1 422	1 371	112	63 904

17 Other financial liabilities

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Current		
Payables for property, plant and equipment	939	1 027
Unclaimed / Unpaid dividends	169	220
	1 108	1 247

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Due to technical errors at Ministry of Corporate Affairs' (MCA) portal, there has been delay in transferring amounts to the Investor Education and Protection Fund (IEPF) for the following cases.

Particulars	Amount (₹ lakhs)	Due date of payment	Date of payment
Final Dividend for FY 2016-17	5	January 4, 2025	February 1, 2025
Final Dividend for FY 2015-16	11	February 4, 2024	February 6, 2024
Interim dividend for FY 2016-17	76	*August 16, 2024	August 13, 2024

* Extended date as per the MCA Notification.

18 Current tax liabilities (Net)

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Income tax payable	943	2 424
	943	2 424

19 Other current liabilities

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Superannuation	4	4
Taxes and other liabilities (including statutory remittances, excise and sales tax payable)	5 064	2 890
	5 068	2 894

20 Revenue from operations

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Sale of products	2 23 198	2 63 308
Other operating revenues		
Scrap sales	286	—
	2 23 484	2 63 308

Reconciliation of Revenue from Sale of products:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Contracted Price	2 73 699	3 20 615
Less: Trade Spends, Rebates, Etc.	50 215	57 307
Revenue from Sale of products	2 23 484	2 63 308

Refer note 28.2 and 28.5 for disaggregated revenue information.

- The Company does not have any contract asset as at 31st March, 2025 (30th June, 2024: Nil)
- The Company does not have any contract liability as at 31st March, 2025 (30th June, 2024: Nil)



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

21 Other income

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Interest income earned on:		
Bank deposits	1 799	1 758
Income tax refund	—	—
Other financial assets carried at amortised cost	59	80
	1 858	1 838
Other non-operating income (net of expenses directly attributable to such income)		
Write-back of liabilities no longer required	682	410
Miscellaneous Income	258	362
	940	772
Total	2 798	2 610

22 Cost of raw and packing materials consumed

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Inventories at the beginning of year	12 725	19 689
Add: Purchases	56 578	60 976
	69 303	80 665
Less: Inventories at the end of year	15 783	12 725
Cost of raw and packing materials consumed	53 520	67 940

23 Changes in inventories of finished goods, work-in-progress and stock-in-trade

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Inventories at the beginning of year:		
Finished Goods	12 994	8 504
Stock-in-Trade	10 146	9 432
Work-in-Progress	921	1 073
	24 061	19 009
Inventories at the end of year:		
Finished Goods	11 648	12 994
Stock-in-Trade	12 377	10 146
Work-in-Progress	2 197	921
	26 222	24 061
Net (Increase)	(2 161)	(5 052)

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

24 Employee benefits expense

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Salaries and wages *	9 110	14 064
Contribution to provident and other funds (refer note 30)	1 402	1 441
Share-based payment to employees (refer note 32)	508	621
Staff welfare expense	387	564
Reimbursement of employee cost cross charged by related parties (refer note 38)	1 851	2 051
	13 258	18 741

* Salaries and Wages includes ₹ Nil (Previous year: ₹ 1 915 lakhs) towards expenditure on Voluntary Retirement Scheme.

25 Finance costs

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Interest costs:		
Other Interest expense	298	398
Interest expense on trade payables (refer note 37)	21	18
Interest on Income tax (refer note 45)	28	143
Net interest on the net defined benefit liability (refer note 30)	504	702
	851	1 261

26 Other expenses

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Consumption of store and spares	1 524	2 280
Processing charges	3 635	5 436
Power and fuel	1 394	1 815
Freight, transport, warehousing and distribution charges	4 090	4 038
Rent (refer note 34)	295	392
Rates and taxes	459	2 063
Insurance	67	113
Repairs and maintenance		
Plant and machinery	228	340
Others	61	66
Trade incentives	1 912	3 282
Advertising expenses	29 995	32 608
Royalty	2 452	2 684
Business process outsourcing expenses	4 405	5 152
Travelling and conveyance	641	1 028



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Communication costs	130	164
Computer expenses	585	590
Legal and professional fees	1 046	1 217
Directors commission and sitting fees	85	132
Payment to auditors (refer note 26.1)	151	142
Exchange differences (net)	706	514
Inventory written off (net of Insurance claims recovered)	336	648
Provision for doubtful receivables (net)	129	—*
Loss on sale of property, plant and equipment (net)	136	651
Corporate Social Responsibility expense (Refer note 26.2 below)	962	772
Miscellaneous expenses	1 977	3 136
Reimbursement of expenses shared by related parties (Net) (refer note 38)	1 391	2 034
	58 792	71 297

* denotes amount less than ₹ 50 000

26.1 Payments to auditors:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
(a) To statutory auditors		
For audit	138	134
For other services	7	2
Reimbursement of expenses	6	6
	151	142

26.2 Corporate Social Responsibility

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
(i) Amount required to be spent by the Company during the nine month period/year	962	877
(ii) Amount spent during the nine month period / year on:		
(a) Construction/ acquisition of asset	—	—
(b) For purposes other than (a) above	762	772
(iii) Set off from previous year	—	105
(iv) Shortfall at the end of the nine month period / year	200	—
(v) Total of previous years shortfall	—	—
(vi) Reason for shortfall	—	—

(vii) The Corporate Social Responsibility activities to be undertaken by the Company, include, but are not limited to promoting education through interventions in remedial learning, early child education, digital remedial learning, education infrastructure and supporting education of girls and women.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

(viii) Amount of surplus to be carried forward in subsequent years for set off:

₹ in lakhs

Amount spent in excess of requirement under section 135(5) of Companies Act, 2013	Opening balance	Amount required to be spent during the year	Actual amount spent during the year	Surplus amount Lapsed during the year	Balance with separate unspent CSR account
FY 23 - 24	719	877	772	614	—
FY 24 - 25	—	962	762	—	200*

* The amount of ₹ 200 lakhs of Corporate Social Responsibility expense related to ongoing projects as at 31st March, 2025, which was transferred to a special account designated as unspent CSR Account before 31st March 2025. The amount shall be utilised within a period of three financial years from date of such transfer, in accordance with Section 135 (6) of Companies Act, 2013.

(ix) None of the above amount spent is through any related party / affiliate.

27 Income tax expense

27.1 Income tax recognised in the Statement of Profit and Loss

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Current tax		
In respect of the current period	14 615	15 294
In respect of prior years	(31)	764
	14 584	16 058
Deferred tax		
In respect of the current period	(584)	(1 061)
In respect of prior years	(351)	58
	(935)	(1 003)
Total income tax expense recognised in the current year	13 649	15 055

The income tax expense for the year can be reconciled to the accounting profit as follows:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Profit before tax	55 415	56 225
Income tax expense calculated at 25.168% (2023-2024: 25.168%)	13 948	14 152
Effect of allowances	—	—
Effect of expenses that are not deductible in determining taxable profits	83	81
Effect of income that is exempt from taxation	—	—
	14 031	14 233
Adjustments recognised in the current year in relation to the current tax/deferred tax of prior years	(382)	822
Income tax expense recognised in the Statement of Profit and Loss	13 649	15 055

The tax rate used for 2024-25 is the corporate tax rate of 25.168%. The tax rate used for 2023-24 is the corporate tax rate of 25.168% applicable under the Indian laws.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

27.2 Income tax recognised in other comprehensive income

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Deferred tax		
Arising on expense recognised in other comprehensive income	(157)	237
Remeasurement of defined benefit obligations	(157)	237
Total income tax recognised in other comprehensive income not to be reclassified to Statement of Profit and Loss	(157)	237

28 Segment information

28.1 Products from which reportable segments derive their revenues

Information reported to the chief operating decision maker (CODM) for the purposes of resource allocation and assessment of segment performance focuses on the types of goods delivered. The Directors of the Company have chosen to organise the Company around differences in products. No operating segments have been aggregated in arriving at the reportable segments of the Company.

Specifically, the Company's reportable segments under Ind AS 108 - Operating Segments are as follows:

- The grooming segment, produces and sells shaving system and cartridges, blades, toiletries and components.
- The oral care segment, produces and sells tooth brushes and oral care products.

28.2 Segment revenues and results

	Segment revenue		Segment profit	
	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Grooming	1 86 411	2 11 907	45 649	48 084
Oral Care	37 073	51 401	7 729	6 654
Total	2 23 484	2 63 308	53 378	54 738
Add / (Less): unallocated corporate expenses net of unallocated income			90	138
Other income			2 798	2 610
Finance costs			(851)	(1 261)
Profit before tax			55 415	56 225

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current year (2023-2024: Nil).

The accounting policies of the reportable segments are the same as the Company's accounting policies described in note 2.3(n). Segment profit represents the profit before tax earned by each segment without allocation of unallocated corporate expenses net of unallocated income, other income as well as finance costs. This is the measure reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

28.3 Segment assets and liabilities

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Segment assets		
Grooming	1 06 621	94 221
Oral Care	12 056	9 551
Total segment assets	1 18 677	1 03 772
Unallocated	73 093	79 303
Total assets	1 91 770	1 83 075
Segment liabilities		
Grooming	59 686	51 221
Oral Care	11 236	13 710
Total segment liabilities	70 922	64 931
Unallocated	18 537	21 017
Total liabilities	89 459	85 948

For the purpose of monitoring segment performance and allocating resources between segments:

- All assets are allocated to reportable segments other than loans, other financial assets and income and deferred tax assets. Assets used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments; and
- All liabilities are allocated to reportable segments other than other financial liabilities and current tax liabilities. Liabilities for which reportable segments are jointly liable are allocated in proportion to the segment cost ratio.

28.4 Other segment information

	Depreciation expense		Capital expenditure	
	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Grooming	6 428	8 252	4 364	6 724
Oral Care	—	—	—	—
	6 428	8 252	4 364	6 724

28.5 Geographical information

The Company operates in two principal geographical areas - India (country of domicile) and outside India. The Company's revenue from external customers by location of operations and information about its segment assets by location of assets are detailed below:

	Revenue from external customers		Segment assets	
	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
India	2 12 618	2 48 773	1 08 509	93 280
Outside India	10 866	14 535	10 168	10 492
	2 23 484	2 63 308	1 18 677	1 03 772

There are no transactions with single external customer which amounts to 10% or more of the Company's revenue.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

29 Earnings per share

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Basic and diluted earnings per share		
Total basic earnings per share (face value ₹ 10)	128.17 *	126.35
Total diluted earnings per share (face value ₹ 10)	128.17 *	126.35

* Earnings per share is not annualised for the current period

29.1 Basic and Diluted earnings per share

The earnings and weighted average number of equity shares used in the calculation of basic and diluted earnings per share are as follows:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Profit for the nine month period/year attributable to owners of the Company	41 766	41 170
Earnings used in calculation of basic and diluted earnings per share	41 766	41 170
	Year ended March 31, 2025	Year ended June 30, 2024
Weighted average number of equity shares for the purposes of basic and diluted earnings per share	3 25 85 217	3 25 85 217

30 Employee benefit plans

30.1 Defined contribution plans

The Company operates defined contribution superannuation fund and employees' state insurance plan for all qualifying employees of the Company. Where employees leave the plan, the contributions payable by the Company is reduced by the amount of forfeited contributions.

The employees of the Company are members of a state-managed employer's contribution to employees' state insurance plan and superannuation fund which is administered by the Life Insurance Corporation of India. The Company is required to contribute a specific percentage of payroll costs to the contribution schemes to fund the benefit. The only obligation of the Company with respect to the contribution plan is to make the specified contributions.

The total expense recognised in the statement of profit and loss of ₹ 39 lakhs (for the year ended June 30, 2024: ₹ 59 lakhs) for superannuation fund represent contributions payable to these plans by the Company at rates specified in the rules of the plans. As at March 31, 2025, contributions of ₹ 4 lakhs (as at June 30, 2024: ₹ 4 lakhs) due in respect of 2024-2025 (2023-2024) reporting period had not been paid over to the plans. The amounts were paid subsequent to the end of the reporting periods.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

30.2 Defined benefit plans and other long term employee benefits plan

a) **Gratuity Plan (Funded)**

The Company sponsors funded defined benefit gratuity plan for all eligible employees of the Company. The Company's defined benefit gratuity plan is a salary plan for India employees, which requires contributions to be made to a separately administered trust, which is administered through trustees and / or Life Insurance Corporation of India, where one of the group company is also the participant. The gratuity plan is governed by the Payment of Gratuity Act, 1972 and Company Policy. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service, designation and salary at retirement age.

b) **Provident Fund (Funded)**

Provident Fund for all permanent employees is administered through a trust. The provident fund is administered by trustees of an independently constituted common trust recognised by the Income Tax authorities where one of the group company is also a participant. Periodic contributions to the fund are charged to revenue. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and notified interest rate by the Government. The contribution by employer and employee together with interest are payable at the time of separation from service or retirement whichever is earlier. The benefit under this plan vests immediately on rendering of service.

c) **Post Retirement Medical Benefit (PRMB) (Unfunded)**

The Company provides certain post-employment medical benefits to employees. Under the scheme, employees get medical benefits subject to certain limits of amount, periods after retirement and types of benefits, depending on their grade at the time of retirement. Employees separated from the Company as part of early separation scheme are also covered under the scheme. The liability for post retirement medical scheme is based on an independent actuarial valuation.

d) **Compensated absences for Plant technicians (Unfunded)**

The Company also provides for compensated absences for plant technicians which allows for encashment of leave on termination / retirement of service or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The Company makes provision for compensated absences based on an actuarial valuation carried out at the end of the year.

e) **Long Service Awards (Unfunded)**

Long Service Awards are payable to employees on completion of specified years of service.

These plans typically expose the Company to actuarial risks such as: Investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting year on government bonds.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality rate of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plans liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase on the salary of plan participants will increase the plans liability.

In respect of the plans, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2025. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

A. The principal assumptions used for the purposes of the actuarial valuations were as follows:

	Valuations as at	
	March 31, 2025	June 30, 2024
Discount rate:		
Gratuity plan (funded)	6.50%	6.90%
Compensated absence plan (unfunded)	6.50%	6.90%
Post retirement medical benefit (PRMB) (unfunded)	6.50%	6.90%
Long Service Awards (unfunded)	6.50%	7.00%
Expected rate of salary increase		
Gratuity plan (funded) - Managers	10.00%	10.00%
Gratuity plan (funded) - Non-managers	10.00%	10.00%
Compensated absence plan (unfunded) - Non-managers	10.00%	10.00%
Gold Inflation rate		
Long Service Awards (unfunded)	7.00%	7.00%
Medical Inflation rate		
Post retirement medical benefit (PRMB) (unfunded)	5.50%	5.50%
Average longevity at retirement age for current beneficiaries of the plan (years)		
Post retirement medical benefit (PRMB) (unfunded)	18.54	19.34
Demographic Assumptions		
Mortality in Service: Indian Assured Lives Mortality (2006-08) Ultimate		
Mortality in Retirement: Indian Individual Annuitant's Mortality Table (2012-15)		

B. Amounts recognised in the Statement of profit and loss in respect of employee benefit plans are as follows:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Gratuity Plan (Funded)		
Service costs:		
Current service cost	421	512
Net interest expense	432	590
Components of defined benefit costs recognised in the statement of profit and loss (A)	853	1 102
Remeasurement on the net defined benefit liability:		
Return on plan assets (excluding amounts included in net interest expense)	15	4
Actuarial (gains) / losses arising from changes in assumptions	312	(519)
Actuarial (gains) / losses arising from changes in demographic assumptions	—	—
Actuarial (gains) / losses arising from changes in experience adjustments	166	(251)
Components of defined benefit costs recognised in other comprehensive income (B)	493	(766)
Total (C=(A+B))	1 346	336

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Compensated absence plan (Unfunded)		
Service costs:		
Current service cost	58	113
Net interest expense	34	54
Immediate recognition of (gains)/losses – other long term employee benefit plans	4	(243)
Components of other benefit costs recognised in the statement of profit and loss (D)	96	(76)
Post retirement medical benefit (PRMB) (Unfunded)		
Service costs:		
Current service cost	— *	1
Net interest expense	7	8
Components of defined benefit costs recognised in the statement of profit and loss (E)	7	9
* denotes amount less than ₹ 50 000		
Remeasurement on the net defined benefit liability:		
Actuarial (gains) / losses arising from changes in assumptions	18	2
Past service cost - plan amendments	—	—
Actuarial (gains) / losses arising from changes in demographic adjustments	—	—
Actuarial (gains) / losses arising from changes in experience adjustments	(7)	(1)
Components of defined benefit costs recognised in other comprehensive income (F)	11	1
Total (G=(E+F))	18	10
Long Service Awards (Unfunded)		
Service costs:		
Current service cost	50	45
Net interest expense	47	50
Immediate recognition of (gains)/losses – other long term employee benefit plans	180	(62)
Components of other benefit costs recognised in the statement of profit and loss (G)	277	33
Total defined benefit costs recognised in the statement of profit and loss	1 233	1 068
Total defined benefit costs recognised in other comprehensive income	504	(765)

The current service cost for the year are included in the 'Employee benefits expense' line item in the statement of profit and loss.

The net interest expense for the year is included in the 'Finance costs' line item in the statement of profit and loss.

The remeasurement of the net defined benefit liability is included in other comprehensive income.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

- C. The amount included in the balance sheet arising from the entity's obligation in respect of its employee benefit plans is as follows:

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Gratuity Plan (Funded)		
Present value of funded defined benefit obligation	9 556	8 601
Fair value of plan assets	(41)	(92)
Net liability arising from defined benefit obligation	9 515	8 509
Compensated absence plan (Unfunded)		
Present value of unfunded other benefit obligation	722	659
Liability arising from other benefit obligation	722	659
Post retirement medical benefit (PRMB) (Unfunded)		
Present value of unfunded defined benefit obligation	145	129
Liability arising from defined benefit obligation	145	129
Long Service Awards (Unfunded)		
Present value of unfunded other benefit obligation	894	723
Liability arising from other benefit obligation	894	723

- D. Movement in the present value of the employee benefit plans are as follows:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Gratuity Plan (Funded)		
Opening defined benefit obligation	8 601	9 294
Current service cost	421	512
Interest cost	435	614
Remeasurement on the net defined benefit liability:		
Actuarial (gains) / losses arising from changes in assumptions	312	(519)
Actuarial (gains) / losses arising from changes in demographic assumptions	—	—
Actuarial (gains) / losses arising from changes in experience adjustments	166	(251)
Benefits paid	(379)	(1 049)
Closing defined benefit obligation	9 556	8 601
Compensated absence plan (Unfunded)		
Opening other benefit obligation	659	818
Current service cost	58	113
Interest cost	34	54
Immediate recognition of (gains)/losses – other long term employee benefit plans	4	(243)
Benefits paid	(33)	(83)
Closing other benefit obligation	722	659

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Post retirement medical benefit (PRMB) (Unfunded)		
Opening defined benefit obligation	129	121
Current service cost	— *	1
Interest cost	7	8
Remeasurement on the net defined benefit liability:		
Actuarial (gains) / losses arising from changes in assumptions	18	2
Past service cost - plan amendments	—	—
Actuarial (gains) / losses arising from changes in demographic adjustments	—	—
Actuarial (gains) / losses arising from changes in experience adjustments	(7)	(1)
Benefits paid	(2)	(2)
Closing defined benefit obligation	145	129
* denotes amount less than ₹ 50 000		
Long Service Awards (Unfunded)		
Opening other benefit obligation	723	709
Current service cost	50	45
Interest cost	47	50
Immediate recognition of (gains)/losses – other long term employee benefit plans	180	(62)
Benefits paid	(106)	(19)
Closing other benefit obligation	894	723

E. Movement in the fair value of the plan assets are as follows:

	Nine month period ended March 31, 2025 ₹ in lakhs	Previous year ended June 30, 2024 ₹ in lakhs
Gratuity Plan (Funded)		
Opening fair value of plan assets	92	611
Interest Income	4	24
Remeasurement gain / (loss):		
Return on plan assets (excluding amounts included in net interest expense)	(15)	(4)
Employer Contributions	339	510
Benefits paid	(379)	(1 049)
Closing fair value of plan assets	41	92

F. The fair value of the plan assets for plan at the end of the reporting year is as follows:

	Gratuity Plan (Funded)	
	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Cash balance	17	69
Life Insurance Corporation of India	24	23
Total	41	92



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

Expected employer contributions for the period ending March 31, 2026 is ₹ 720 Lakhs (for the previous year ₹ 640 Lakhs).

The Company's Plan Assets in respect of Gratuity, alongwith one of the group company, is funded through the group scheme of the Life Insurance Corporation of India.

The actual return on plan assets was ₹ (12) lakhs (for the year ended June 30, 2024: ₹ 19 lakhs).

Maturity profile of defined benefit obligation:

	Gratuity Plan ₹ in lakhs
Within 1 year	720
1 - 2 year	735
2 - 3 year	951
3 - 4 year	925
4 - 5 year	881
5 - 10 years	4857

Significant actuarial assumptions in the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonable possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Gratuity Plan (Funded)

If the discount rate is 50 basis points higher (lower), the defined benefit obligation would decrease by ₹ 387 lakhs (increase by ₹ 415 lakhs) (as at June 30, 2024: decrease by ₹ 340 lakhs (increase by ₹ 365 lakhs)).

If the expected salary growth increases (decreases) by 0.5%, the defined benefit obligation would increase by ₹ 390 lakhs (decrease by ₹ 369 lakhs) (as at June 30, 2024: increase by ₹ 351 lakhs (decrease by ₹ 332 lakhs)).

Compensated absence plan (Unfunded)

If the discount rate is 50 basis points higher (lower), the other benefit obligation would decrease by ₹ 35 lakhs (increase by ₹ 38 lakhs) (as at June 30, 2024: decrease by ₹ 31 lakhs (increase by ₹ 33 lakhs)).

If the expected salary growth increases (decreases) by 0.5%, the other benefit obligation would increase by ₹ 37 lakhs (decrease by ₹ 34 lakhs) (as at June 30, 2024: increase by ₹ 33 lakhs (decrease by ₹ 30 lakhs)).

Post retirement medical benefit (PRMB) (Unfunded)

If the discount rate is 50 basis points higher (lower), the defined benefit obligation would decrease by ₹ 9 lakhs (increase by ₹ 9 lakhs) (as at June 30, 2024: decrease by ₹ 8 lakhs (increase by ₹ 7 lakhs)).

If the expected medical inflation rate increases (decreases) by 0.5%, the defined benefit obligation would increase by ₹ 8 lakhs (decrease by ₹ 8 lakhs) (as at June 30, 2024: increase by ₹ 7 lakhs (decrease by ₹ 7 lakhs)).

If the expected life expectancy increases (decreases) by 1 year, the defined benefit obligation would increase by ₹ 4 lakhs (decrease by ₹ 4 lakhs) (as at June 30, 2024: increase by ₹ 3 lakhs (decrease by ₹ 3 lakhs)).

Long Service Awards (Unfunded)

If the discount rate is 50 basis points higher (lower), the other benefit obligation would decrease by ₹ 29 lakhs (increase by ₹ 31 lakhs) (as at June 30, 2024: decrease by ₹ 25 lakhs (increase by ₹ 27 lakhs)).

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

If the expected gold inflation rate increases (decreases) by 0.5%, the other benefit obligation would increase by ₹ 31 lakhs (decrease by ₹ 29 lakhs) (as at June 30, 2024: increase by ₹ 26 lakhs (decrease by ₹ 25 lakhs)).

The sensitivity analysis presented above may not be representative of the actual change of the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method as the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

30.3 Provident Fund

The Provident Fund assets and liabilities are managed by "Gillette Employees Provident Fund Trust" in line with The Employees' Provident Fund and Miscellaneous Provisions Act, 1952.

The plan guarantees minimum interest at the rate notified by the Provident Fund Authorities. The contribution by the employer and employee together with the interest accumulated thereon are payable to employees at the time of separation from the Company or retirement, whichever is earlier. The benefit vests immediately on rendering of the services by the employee. In terms of the guidance note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the actuary has provided a valuation of provident fund liability and based on the assumptions provided below, there is no shortfall as at March 31, 2025.

The Company's contribution to Provident Fund ₹ 769 Lakhs (Previous Year: ₹ 974 Lakhs) has been recognised in the statement of profit and loss under the head employee benefits expense (refer note 24).

The details of the "Gillette Employees Provident Fund Trust" and plan assets position as at March 31, 2025 is given below:

Particulars	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Present value of net benefit obligation at period end	25 833	23 993
Fund reserves at period end, restricted to the net benefit obligation	(25 045)	(23 378)
Net Deficit	788	615
Defined Benefit Cost recognised in the statement of profit and loss		
Service Cost	695	910
Net interest expense	32	50
Defined Benefit Cost in other comprehensive income	118	(177)

Assumptions used in determining the present value obligation of the interest rate guarantee under the Projected Unit Credit Method (PUCM):

	Valuations as at	
	March 31, 2025	June 30, 2024
Discounting Rate	6.50%	6.90%
Expected Guaranteed interest rate	8.25%*	8.25%*

* Rate mandated by EPFO



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

31 Financial instruments

31.1 Capital management

The Company manages its capital to ensure that it will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance. Equity share capital and other equity are considered for the purpose of group's capital management.

The Company is not subject to any externally imposed capital requirements.

The Company's risk management committee manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares.

31.2 Categories of financial instruments

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Financial assets		
Measured at amortised cost		
(i) Trade receivables	37 903	27 433
(ii) Cash and cash equivalents	41 545	47 343
(iii) Bank balances other than (ii) above	369	220
(iv) Loans	2 352	2 064
(v) Other financial assets	1 011	785
Financial liabilities		
Measured at amortised cost		
(i) Trade payables	65 134	63 904
(ii) Other financial liabilities	1 108	1 247
(iii) Leased liabilities	5	5

Assets and Liabilities that are disclosed at Amortised Cost for which Fair values are disclosed are classified as Level 3

Current financial asset and current financial liabilities have fair values that approximate to their carrying amounts due to their short-term nature. Non current financial assets and non current financial liabilities have fair values that approximate to their carrying amounts as it is based on the net present value of the anticipated future cash flows.

31.3 Financial risk management objectives

The Company's overall policy with respect to managing risks associated with financial instruments is to minimise potential adverse effects of financial performance of the Company. The policies for managing specific risks are summarised below.

A. Market Risk

(i) Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Since the Company does not have interest bearing borrowings, it is not exposed to risk of changes in market interest rates. The Company has not used any interest rate derivatives.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

(ii) Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

	Liabilities as at		Assets as at	
	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
USD	5 267	9 562	5 241	4 494
EUR	9 992	9 659	4 927	5 998
GBP	3	38	—	—
AUD	131	—	—	—
CNY	35	—	—	—
PLN	—	3	—	—

Foreign currency sensitivity analysis

The Company is mainly exposed to the currencies stated above.

The following table details impact to profit or loss of the Company by sensitivity analysis of a 10% increase and decrease in the respective currencies against the functional currency of the Company. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible changes in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change on foreign currency rates.

If the relevant foreign currency strengthens/weakens by 10% against the functional currency of the Company, profit or loss will increase (decrease) by:

	Increase / (decrease) at + 10%		Increase / (decrease) at - 10%	
	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
USD	(3)	(507)	3	507
EUR	(507)	(366)	507	366
GBP	—*	(4)	—*	4
AUD	(13)	—	13	—
CNY	(4)	—	4	—
PLN	—	—*	—	—*

* denotes amount less than ₹ 50 000

(iii) Other price risk management

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. The Company is not exposed to pricing risk as the Company does not have any investments in equity instruments and bonds.

**NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025****B. Credit risk management**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

Trade Receivables

Concentration of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse. The Company performs ongoing credit evaluation of the counterparty's financial position as a means of mitigating the risk of financial loss arising from defaults. The Company only grants credit to creditworthy counterparties.

The Company does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics as disclosed in Note 9 to the financial statements.

Other financial assets

Other financial assets include employee loans, security deposits, cash and cash equivalents, deposits with bank etc. Based on historical experience and credit profiles of counterparties, the Company does not expect any significant risk of default.

The Company's maximum exposure to credit risk for each of the above categories of financial assets is their carrying values.

C. Liquidity risk management

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. The Company maintains adequate highly liquid assets in the form of cash to ensure necessary liquidity.

The table below analyse financial liabilities of the Company into relevant maturity groupings based on the reporting period from the reporting date to the contractual maturity date:

	Less than 1 Year ₹ in lakhs	Between 1 to 5 Years ₹ in lakhs	Over 5 years ₹ in lakhs	Total ₹ in lakhs	Carrying Value ₹ in lakhs
As at March 31, 2025					
Trade Payables	65 134	—	—	65 134	65 134
Other financial liabilities	1 108	5	—	1 113	1 113
As at June 30, 2024					
Trade Payables	63 904	—	—	63 904	63 904
Other financial liabilities	1 247	5	—	1 252	1 252

31.4 Fair value measurements

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

32 Share-based payments**a) International Stock Ownership Plan (Stocks of the Ultimate Holding Company)**

The Gillette Company, USA (TGC) had a "Global Employee Stock Ownership Plan" (employee share purchase plan) whereby specified employees of its subsidiaries have been given a right to purchase shares of TGC. Every employee who opted for the scheme contributed by way of payroll deduction up to a specified percentage (upto 15%) of his base salary towards purchase of shares on a monthly basis. The Company contributes 50% of employee's contribution (restricted to 2.5% of base salary). Such contribution is charged under employee benefits expense. Subsequent to the worldwide merger of Aquarium Acquisition Corporation (wholly owned subsidiary of the Procter & Gamble Company, USA) with TGC on October 1, 2005, the shares of TGC got delisted from the New York Stock Exchange and the share purchase plan has been adopted by the Procter & Gamble Company, USA.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

The shares of TGC (till September 30 2005) / The Procter & Gamble Company are listed with New York Stock Exchange of USA and are purchased on behalf of the employees at market price on the date of purchase. During the nine month period ended 2775.94 shares (Previous year: 3895.56 shares) excluding dividend were purchased by employees at weighted average fair value of ₹ 14 321.48 (Previous year: ₹ 12 883.75) per share. The Company's contribution during the nine month period on such purchase of shares amounts to ₹ 115 lakhs (Previous year: ₹ 139 lakhs).

b) Employees Stock Options Plan (Stocks of the Ultimate Holding Company)

The Gillette Company, USA (TGC) had an Employees Stock Options Scheme whereby specified employees of its subsidiaries covered by the plan were granted an option to purchase shares of the Parent Company i.e. The Gillette Company, USA at a fixed price (grant price) for a fixed period of time. Subsequent to the worldwide merger of Aquarium Acquisition Corporation (wholly owned subsidiary of the Procter & Gamble Company, USA) with The Gillette Company, USA on October 1, 2005, the shares of The Gillette Company got delisted from the New York Stock Exchange. Upon this change in control the 2005 Gillette Option award got automatically converted into P&G options at the established conversion ratio of 0.975 shares in the Procter and Gamble Company, for every share held in the Gillette Company. The shares of the Gillette Company (till September 30, 2005) / The Procter & Gamble Company, were/are listed with New York Stock Exchange of USA. The options were issued to Key Employees of the Company with Exercise price equal to the market price of the underlying shares on the date of the grant. The Grants issued are vested after 3 years/5 years and have a 5 years /10 years life cycle.

The expense recognised for employee services received during the year is shown in the following table:

	As at March 31, 2025 ₹ in lakhs	As at June 30, 2024 ₹ in lakhs
Expense arising from equity-settled share-based payment transactions	393	482
Total expense arising from share-based payment transactions	393	482

There were no cancellations or modifications to the awards in March 31, 2025 or June 30, 2024.

Movements during the year

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year (excluding SARs):

	As at March 31, 2025	As at March 31, 2025	Estimated fair value of Options Granted	As at June 30, 2024	As at June 30, 2024	Estimated fair value of Options Granted
	Number	WAEP (in \$)	in ₹	Number	WAEP (in \$)	in ₹
Outstanding at July 1	56 145	164.92	—	58 633	151.74	—
Granted during the year						
13-Sep-24	566	174.08	3 042	—	—	—
1-Oct-24	3 127	173.04	3 092	—	—	—
1-Oct-24	3 031	173.04	14 708	—	—	—
15-Sep-23	—	—	—	1 074	153.47	2 854
2-Oct-23	—	—	—	3 128	145.19	2 843
2-Oct-23	—	—	—	2 717	145.19	12 066
Exercised during the year	(9 557)	171.43	—	(9 361)	153.33	—
Expired during the year	—	—	—	—	—	—
Forfeited during the year	(9 012)	—	—	(46)	—	—
Outstanding at Period end	44 300	170.42		56 145	164.92	
Exercisable at Period end	21 662	170.42		26 693	164.92	

The weighted average share price at the date of exercise of these options was \$ 171.42 (June 30, 2024: \$ 153.33).



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

The weighted average remaining contractual life for the share options outstanding as at March 31, 2025 was 5.52 (June 30, 2024: 5.12) years.

The weighted average fair value of options granted during the year was ₹ 8 323 (June 30, 2024: ₹ 6 466).

These fair values for share options granted during the year were calculated using binomial lattice-based model. The following tables list the inputs to the models used for the plans for the years ended March 31, 2025 and June 30, 2024, respectively:

	As at March 31, 2025	As at June 30, 2024
Dividend yield (%)	2.40%	2.50%
Expected volatility (%)	18.00%	18.00%
Risk-free interest rate (%)	3.70%	4.60%

33 Related party disclosures

(a) Related party where control exists:

Relationship	Name of the Company
Ultimate Holding Company	The Procter & Gamble Company
Holding Company	Procter & Gamble Overseas India BV, The Netherlands

(b) Other parties with whom transactions have taken place during the year.

(i) Fellow Subsidiaries

S. No.	Name of the Company	S. No.	Name of the Company
1	The Procter & Gamble Distributing LLC	13	Procter & Gamble Nigeria Limited
2	The Procter & Gamble US Business Services Company	14	Procter & Gamble Trading (Thailand) Limited
3	Pt Procter & Gamble Home Products Indonesia	15	Procter & Gamble Middle East FZE
4	The Gillette Company LLC	16	Procter & Gamble International Operations Sa-Rohq
5	Procter & Gamble International Operations SA	17	Gillette Diversified Operations Private Limited
6	Gillette Poland International SP. Z.O.O	18	The Procter & Gamble Manufacturing Company
7	Procter & Gamble Home Products Private Limited	19	Procter & Gamble International Operations SA Singapore Branch
8	Procter & Gamble Health Limited	20	Procter & Gamble Indochina Company Limited
9	Procter & Gamble Philippines Business Services - Inc	21	Procter & Gamble Do Brasil Ltda
10	Procter & Gamble Polska SP.Z O.O	22	P&G K.K.
11	Gillette (Shanghai) Ltd	23	Procter & Gamble Bangladesh Private Limited
12	Procter & Gamble Hygiene & Health Care Limited	24	Petersburg Products International LLC

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

(ii) Post Employment Benefit Plan:

Gillette Employees Provident Fund Trust

(iii) Investing company in respect of which the Company is an associate:

S. No.	Name of the Company
1	Gillette Diversified Operations Private Limited

(iv) Directors and Key Management Personnel of the Company:

S. No.	Name	Designation
1	Mr. Kumar Venkatasubramanian	Managing Director (w.e.f. May 1, 2024)
2	Mr. L. V. Vaidyanathan	Managing Director (upto April 30, 2024)
3	Ms. Srividya Srinivasan	Executive Director and Chief Financial Officer (w.e.f November 1, 2024)
4	Mr. Gautam Kamath	Executive Director and Chief Financial Officer (upto October 31, 2024)
5	Mr.Srinivas Maruthi Patnam	Executive Director

(v) Non-Executive and Non Independent Directors of the Company:

S. No.	Name	Designation
1	Mr. Gagan Sawhney	Non-Executive Director (upto September 25, 2024)
2	Mr. Karthik Natarajan	Non-Executive Director (upto March 31, 2024)
3	Mr. Pramod Agarwal	Non-Executive Director
4	Ms. Sonali Dhawan	Non-Executive Director (upto September 25, 2024)

(vi) Non-Executive and Independent Directors of the Company:

S. No.	Name	Designation
1	Ms. Anjuly Chib Duggal	Independent Director and Chairperson (w.e.f September 29, 2024)
2	Mr. Gurcharan Das	Independent Director and Chairman (upto September 28, 2024)
3	Mr. Sanjay Asher	Independent Director (w.e.f September 29, 2024)
4	Mr. C. P. Gurnani	Independent Director (w.e.f October 15, 2024)
5	Mr. Chittranjan Dua	Independent Director (upto September 28, 2024)
6	Mr. Anil Kumar Gupta	Independent Director (upto September 28, 2024)

(vii) Other Key Managerial Personnel as per Companies Act, 2013:

S. No.	Name	Designation
1	Ms. Flavia Machado	Company Secretary

Note: Related parties have been identified by the management.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

(c) Details of related party transactions between the Company and its related parties are as under:

₹ in lakhs

S. No.	Nature of Transactions	For the period ended	Ultimate Holding & Holding Company	Fellow Subsidiaries / Investing Company	Directors & Key Managerial Personnel	Post Employment Benefit Plan
1	Purchase of Goods	March 31, 2025	—	39 536	—	—
		June 30, 2024	—	37 537	—	—
2	Purchase of Equipment/ Assets/Spares	March 31, 2025	—	2 790	—	—
		June 30, 2024	—	2 047	—	—
3	Sale of Products	March 31, 2025	—	9 219	—	—
		June 30, 2024	—	12 889	—	—
4	Recovery of Expenses Cross charged	March 31, 2025	1 027	1 346	—	—
		June 30, 2024	95	1 560	—	—
5	Expenses cross-charged	March 31, 2025	671	1 304	—	—
		June 30, 2024	132	2 033	—	—
6	Reimbursement of expenses shared by group cos. (Income)	March 31, 2025	—	2 093	—	—
		June 30, 2024	—	2 120	—	—
7	Reimbursement of expenses shared by group cos. (Expense)	March 31, 2025	—	5 904	—	—
		June 30, 2024	—	6 942	—	—
8	Business Process Outsourcing expenses	March 31, 2025	3 447	958	—	—
		June 30, 2024	4 100	1 052	—	—
9	Other Income	March 31, 2025	—	—	—	—
		June 30, 2024	—	83	—	—
10	Royalty	March 31, 2025	—	2 452	—	—
		June 30, 2024	—	2 684	—	—
11	Computer Expenses	March 31, 2025	—	585	—	—
		June 30, 2024	—	590	—	—
12	Rent expenses	March 31, 2025	—	348	—	—
		June 30, 2024	—	463	—	—
13	Engineering Services received	March 31, 2025	—	46	—	—
		June 30, 2024	—	—	—	—
14	Contribution to Provident Fund	March 31, 2025	—	—	—	1 992
		June 30, 2024	—	—	—	2 534
15	Dividend Remitted/Paid	March 31, 2025	14 381	12 501	—	—
		June 30, 2024	17 649	15 342	—	—

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

₹ in lakhs

S. No.	Nature of Transactions	For the period ended	Ultimate Holding & Holding Company	Fellow Subsidiaries / Investing Company	Directors & Key Managerial Personnel	Post Employment Benefit Plan
16	Managerial Remuneration	March 31, 2025	—	—	622	—
		June 30, 2024	—	—	617	—
17	Commission to Directors	March 31, 2025	—	—	54	—
		June 30, 2024	—	—	80	—
18	Sitting fees to Directors	March 31, 2025	—	—	32	—
		June 30, 2024	—	—	52	—
19	Security Deposit for Rent	March 31, 2025	—	27	—	—
		June 30, 2024	—	—	—	—
20	Outstanding as at March 31 and June 30					
	Loans	March 31, 2025	—	—	291	—
		June 30, 2024	—	—	312	—
	Security Deposits	March 31, 2025	—	167	—	—
		June 30, 2024	—	140	—	—
	Trade and other receivables	March 31, 2025	—	10 273	—	—
		June 30, 2024	—	10 424	—	—
	Trade and other payables	March 31, 2025	394	16 270	54	227
		June 30, 2024	1 161	18 181	80	208

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.

The above transactions with related parties includes taxes where applicable

Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. The Company has not recorded any impairment of receivables relating to amounts owed by related parties in the current year or prior years. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(d) Disclosure in respect of material transactions of the same type with related parties during the year:

S. No.	Nature of Transactions	Nine month period ended March 31, 2025	Previous year ended June 30, 2024
1	Purchase of Goods		
	Procter & Gamble International Operations SA Singapore Branch	2 462	1 514
	Procter & Gamble International Operations SA	36 460	29 088
	Gillette (Shanghai) Ltd	515	6 227
	Others	99	708



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

₹ in lakhs

S. No.	Nature of Transactions	Nine month period ended March 31, 2025	Previous year ended June 30, 2024
2	Purchase of Equipment/Assets/Spares		
	The Procter & Gamble Distributing LLC	2 752	1 551
	Procter & Gamble Indochina Company Limited	—	305
	Others	38	191
3	Sale of Products		
	Procter & Gamble International Operations SA Singapore Branch	2 549	4 670
	Procter & Gamble Bangladesh Private Limited	4 491	5 686
	Procter & Gamble International Operations SA	1 892	2 489
	Others	287	44
4	Recovery of Expenses Cross charged		
	Procter & Gamble Home Products Private Limited	566	414
	Procter & Gamble Hygiene and Health Care Limited	169	133
	The Procter & Gamble Company	1 027	95
	Procter & Gamble International Operations SA	18	26
	Gillette Diversified Operations Private Limited	284	525
	Procter & Gamble Health Limited	208	289
	Procter & Gamble International Operations SA Singapore Branch	65	145
	Others	36	28
5	Expenses cross-charged		
	Procter & Gamble Home Products Private Limited	922	1 589
	Gillette Diversified Operations Private Limited	—	22
	Procter & Gamble Hygiene and Health Care Limited	266	247
	The Procter & Gamble Company	671	132
	Others	116	175
6	Reimbursement of expenses shared by group cos. (Income)		
	Procter & Gamble Home Products Private Ltd	1 382	1 406
	Procter & Gamble Hygiene and Health Care Limited	711	714
7	Reimbursement of expenses shared by group cos. (Expense)		
	Procter & Gamble Hygiene and Health Care Limited	1 743	2 290
	Procter & Gamble Home Products Private Limited	4 161	4 652
8	Business Process Outsourcing expenses		
	Procter & Gamble Philippines Business Services - Inc	958	1 052
	The Procter & Gamble Company	3 447	4 100
9	Other Income		
	The Gillette Company LLC	—	83
10	Royalty		
	The Gillette Company LLC	2 452	2 684
11	Computer Expenses		
	The Procter & Gamble US Business Services Company	585	590

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

₹ in lakhs

S. No.	Nature of Transactions	Nine month period ended March 31, 2025	Previous year ended June 30, 2024
12	Rent expenses		
	Procter & Gamble Home Products Private Limited	348	463
13	Engineering Services received		
	Gillette (Shanghai) Ltd	46	—
14	Contribution to Provident Fund		
	Gillette Employees Provident Fund Trust	1 992	2 534
15	Dividend Remitted/Paid		
	Procter & Gamble Overseas India BV, The Netherlands	14 381	17 649
	Gillette Diversified Operations Private Limited	12 501	15 342
16	Commission to Directors		
	Mr. Gurcharan Das	4	16
	Mr. Chittranjan Dua	4	16
	Mr. Anil Kumar Gupta	4	16
	Ms. Anjuly Chib Duggal	13	16
	Mr. Pramod Agarwal	13	16
	Mr. Sanjay Khatau Asher	9	—
	Mr. Chander Prakash Gurnani	7	—
17	Sitting fees to Directors		
	Mr. Gurcharan Das	4	9
	Mr. Chittranjan Dua	4	11
	Mr. Anil Kumar Gupta	4	12
	Ms. Anjuly Chib Duggal	8	9
	Mr. Pramod Agarwal	7	11
	Mr. Sanjay Khatau Asher	3	—
	Mr. Chander Prakash Gurnani	1	—
18	Security Deposit for Rent		
	Procter & Gamble Home Products Private Ltd	27	—

(e) Compensation of key management personnel

The remuneration of Directors and other key management personnel during the period was as follows:

₹ in lakhs

S. No.	Nature of Transactions	Nine month period ended March 31, 2025	Previous year ended June 30, 2024
1	Short-term benefits	210	277
2	Post-employment benefits	257	246
3	Share-based payments	155	88
4	Termination benefits	—	6
		622	617

The above does not include the amounts which have been paid in the previous year on account of gratuity paid to a retiring KMP, as the same had been recorded as an expense in the earlier years.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

(f) Other transactions with key management personnel

₹ in lakhs

S. No.	Nature of Transactions	Nine month period ended March 31, 2025	Previous year ended June 30, 2024
1	Loan realised	21	27
2	Interest Income	9	13

34 Leasing arrangements

The Company has taken on lease certain office premises and warehouses with an option of renewal at the end of the lease term and escalation clause in some of the cases. These leases can be terminated with a prior notice as per terms and conditions of the respective lease agreements.

35 Commitments

	Year ended March 31, 2025 ₹ in lakhs	Year ended June 30, 2024 ₹ in lakhs
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of capital advance)	697	720
	697	720

36 Contingent liabilities

	Year ended March 31, 2025 ₹ in lakhs	Year ended June 30, 2024 ₹ in lakhs
Claims against company not acknowledged as debts:		
(a) Income tax matters	58 127	56 612
(b) Sales tax matters		
(i) Non submission of "C" Forms/"F" Forms	1 860	1 891
(ii) Other sales tax matters	558	558
(c) Excise duty, service tax and customs duty matters		
(i) Denial of excise duty benefits at excise exempt location of which the Company has a right to claim Cenvat credit of ₹ 16 034 lakhs	30 368	30 368
(ii) Service tax matters	3 235	3 235
(iii) Customs valuation disputes	1 534	1 534
(d) Good & Service tax (GST) matters		
(i) Related to Tran 1,2	3	637
(ii) ISD	401	970
(iii) ITC Mismatch	1 35 377	41 522
(e) Other matters		
(i) Other claims - The Company is a party to various legal proceedings in the normal course of business.	54	54
(ii) Demand from Delhi Development Authority	3 424	3 424
	2 34 941	1 40 805

Note :

Future cash flows in respect of the above, if any, are determinable only on receipt of final judgements/decisions on matters pending with the relevant authorities.

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

37 Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006

	Year ended March 31, 2025 ₹ in lakhs	Year ended June 30, 2024 ₹ in lakhs
(a) Principal amount remaining unpaid to any supplier as at the end of the accounting year	485	839
(b) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	21	18
(c) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	1 671	1 997
Principal paid beyond the appointed date	1 653	1 916
Interest paid in terms of Section 16 of the Act	18	81
(d) The amount of interest due and payable for the year	21	18
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year. Net of reversal amounting to ₹ Nil lakhs (previous year ₹ 153 lakhs).	21	18
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	1	—

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

- 38 (a)** Reimbursement/(Recovery) of expenses cross charged to related parties include payment/recoveries on account of finance, personnel, secretarial, administration and planning services rendered under common services agreement of the Company with Procter & Gamble Hygiene and Health Care Limited and Procter & Gamble Home Products Private Limited. (refer note 39).
- 38 (b)** Certain expenses in the nature of employee costs, relocation costs and other expenses are cross charged by the Company to its fellow subsidiaries at actual. Similar expenses incurred by fellow subsidiaries are cross charged to the Company at actual.

39 Managerial Remuneration

The computation of managerial remuneration excludes an amount of ₹ 125 lakhs (Previous year: ₹ 236 lakhs) in respect of managerial personnel cross-charged from Procter & Gamble Hygiene and Health Care Limited and Procter & Gamble Home Products Private Limited in terms of common services agreement referred to in note 38 (a) above.

40 Dividend

	Year ended March 31, 2025 ₹ in lakhs	Year ended June 30, 2024 ₹ in lakhs
Dividend on equity shares paid during the year		
Final dividend for the FY 2023-24: ₹ 45 (Previous year for FY 2022-23: ₹ 50) per equity share of ₹ 10 each	14 663	16 293
Interim dividends for the FY 2024-25: ₹ 65 (Previous year for FY 2023-24: ₹ 85) per equity share of ₹ 10 each	21 180	27 697
TOTAL	35 843	43 990

**NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025****Proposed Dividend:**

The Board of Directors at its meeting held on May 26, 2025 have recommended a payment of final dividend of ₹ 47 per equity share of face value of ₹ 10 each for the financial year ended March 31, 2025 resulting in a dividend payout of ₹ 15 315 lakhs.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

41 Accounting Ratios

No.	Name of the Ratio	Numerator	Denominator	2024-25	2023-24	Change	Explanation for changes over 25% in the ratios, if any
1	Current Ratio	Current Assets	Current Liabilities	1.64	1.56	5%	
2	Debt equity Ratio	Total debt	Equity	–	–	–	
3	Debt Service Coverage Ratio	Earnings available for debt service	Total debt service	–	–	–	
4	Return on Equity	Net profit	Average shareholder equity	42%	42%	0%	
5	Inventory turnover Ratio	Total Sales	Average Inventory	5.26	6.52	-19%	
6	Trade Receivables turnover Ratio	Net Credit Sales	Average trade receivable	6.84	8.86	-23%	
7	Trade payables turnover Ratio	Net Credit Purchases	Average trade payable	1.50	1.64	-9%	
8	Net capital turnover Ratio	Net Sales	Working Capital	4.46	6.16	-28%	Note 1
9	Net Profit	Net profit	Net Sales	19%	16%	20%	
10	Return on Capital employed	Earning before interest and taxes	Capital employed	0.50	0.53	-6%	
11	Return on investment	Income generated from Investments	Time Weighted Average Investments	0.05	0.04	8%	

Note 1 : The numbers are not comparable as current year is a nine month period vs. twelve month period in the previous year.

42 (a) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

- Crypto Currency or Virtual Currency
- Benami Property held under Benami Transactions (Prohibition) Act, 1988 (45 of 1988)
- Registration of charges or satisfaction with Registrar of Companies

NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

- iv) Relating to borrowed funds:
 - a) Wilful defaulter
 - b) Utilisation of borrowed funds & share premium
 - c) Borrowings obtained on the basis of security of current assets
 - d) Discrepancy in utilisation of borrowings
 - e) Current maturity of long term borrowings
- v) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ('Intermediaries') with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company ('Ultimate Beneficiaries').
- vi) The Company has also not received any fund from any party(s) ('Funding Party') with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

42(b) The Company has not entered into any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

42(c) Relationship with Struck off companies

Name of struck off company	Nature of transactions with struck off company	As at March 31, 2025	Relationship with struck off company if any to be disclosed	As at June 30, 2024	Relationship with struck off company if any to be disclosed
None	None	—	None	—	None

43 During FY 2021, National Anti Profiteering Authority (NAA) passed an order alleging that the Company has profiteered to the tune of ₹ 5 799 lakhs (excluding interest) and had directed the Company to deposit the said amount along with interest @18% into the Consumer Welfare Funds. The Company filed an appeal before Hon'ble Delhi High Court against the said order of NAA and the Hon'ble High Court has passed a 'status quo' order in favour of the Company, effectively staying the operation of the NAA order. The Delhi High Court (DHC) on January 29, 2024 upheld the constitutional validity of Anti-profiteering law. The individual cases filed by respective companies continue to be pending and interim orders passed in respective writ petitions shall continue. DHC will take up each company's petition to determine on the aspect of correctness of NAA's orders in their respective cases. The Company has filed an appeal against the DHC Order before the Supreme Court (SC), as in our view, DHC has erred in application of certain key legal principles and lacks appreciation for or has failed to take into consideration impracticability in implementation of the "proportionate price reduction" as the only method of passing off benefits of reduced tax. The SC has admitted the appeals and have posted it for further proceedings.

44 Maintenance of Audit Trail

As required under the second proviso to Section 128(1) of the Companies Act 2013, read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, the Company has identified applications which meet the definition of books of account.

The Company uses an ERP for maintaining its books of accounts, together with certain surround applications which either initiate, store, or process information which is subsequently recorded in the ERP.



NOTES TO FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED MARCH 31, 2025

The said surround applications include certain third-party Software-as-a-Service (SaaS) applications, such as an 'Employee Lifecycle and Compensation' application, 'Leave, Workforce and Overtime' application, 'Vendor Master Management' application, 'Product Price Approval and Management' application, an 'International Freight and Logistics Management' application and an 'Inventory Management' application which are hosted and managed by the service providers. The audit trail data for direct access to the database is available with the third-party software service providers, which has been validated through review of Service Organisation Controls (SOC) Reports. For the period not covered by the SOC Reports, Company has obtained Bridge Letters from the SaaS vendors.

The surround applications also include certain applications such as Inventory Management applications which are hosted on P&G Group's global servers. These applications are managed by the Group's IT teams and a privileged access management tool is used to monitor audit trail for direct access to the database.

The ERP and the surround applications have a feature of recording audit trail (edit log) facility which has operated throughout the year for all transactions recorded in said applications as required under the Companies Act, 2013.

- 45** During the previous year the Company had arrived at an Advanced Pricing Agreement with the concerned tax authorities, determining appropriate transfer pricing methodology for certain identified transactions with the Company's affiliate(s) for the years ended March 2013, March 2015, March 2016 and March 2017. As a consequence of this agreement, an additional tax liability amounting to ₹ 615 lakhs and interest amounting to ₹ 140 lakhs, has been accounted under Prior Period Tax Adjustments and Finance Costs respectively. In view of the above, contingent liabilities have been reduced by ₹ 25 005 lakhs.

46 Approval of financial statements

The financial statements were approved for issue by the Board of Directors on May 26, 2025.

Signatures to Notes 1 to 46

For and on behalf of Board of Directors

Anjuly Chib Duggal
Chairperson
DIN No : 05264033

Kumar Venkatasubramanian
Managing Director
DIN No : 08144200

Srividya Srinivasan
Executive Director & Chief Financial Officer
DIN No : 10823130

Flavia Machado
Company Secretary

Place: Mumbai
Date: May 26, 2025

NOTES

NOTES



Gillette India Limited

P&G Plaza, Cardinal Gracias Road, Chakala,
Andheri (East), Mumbai : 400099,
Tel. : (91-22) 6958 6000, Fax: (91-22) 6958 7337

