



**Procter & Gamble Hygiene
and Health Care Limited**
Registered Office
P&G Plaza
Cardinal Gracias Road, Chakala
Andheri (E), Mumbai 400 099
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(91-22) 6693 9696 fax
www.pg.com

November 23, 2011

Bombay Stock Exchange Limited
Department of Corporate Services
Floor 1, Rotunda Building,
Dalal Street, Mumbai 400001

Kind Attn:- Mr. K. Gopalkrishnan
Deputy General Manager

Dear Sir,

Sub:- Copy of Proceedings of the 47th Annual General Meeting of Shareholders held on November 23, 2011.

Pursuant to Clause 31(d) of the Listing Agreement, we are submitting hereunder a summary of the proceedings of the 47th Annual General Meeting of the Shareholders of our Company held on Wednesday, November 23, 2011 at Y.B. Chavan Pratishthan, Gen. Jagannathrao Marg, Mumbai 400021. The following items of business were approved by the Shareholders of the Company with requisite majority.

Ordinary Business

1. Adoption of the Audited Balance Sheet as on June 30, 2011 and the Profit & Loss Account for the Financial Year ended June 30, 2011 and the reports of the Auditors and the Directors thereon;
2. Declaration of Dividend @ ₹ 22.50 per Equity Share of ₹ 10/- each on the paid-up Equity Share Capital of the Company for the Financial Year ended June 30, 2011;
3. Re-appointment of Mr. Bansi S. Mehta as a Director of the Company;
4. Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of the Annual General Meeting to the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board of Directors of the Company;

Special Business

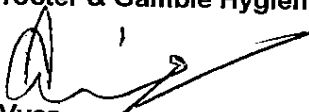
5. Approval for payment of Commission to Non Executive Directors upto one percent of the net profits of the Company per annum in the aggregate for the period of Five years with effect from July 1, 2011.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,

For Procter & Gamble Hygiene and Health Care Limited


Amit Vyas
Company Secretary