



Procter & Gamble Hygiene and Health Care Limited



A n n u a l R e p o r t 1 9 9 8 - 9 9

Procter & Gamble Hygiene and Health Care Limited
(Formerly known as Procter & Gamble India Limited)

BOARD OF DIRECTORS

B. V. Patel

Chairman & Managing Director

S. Bhattacharya

Vice-Chairman & Managing Director

A. Chhabra

Executive Director & Company Secretary

R. Kerry Clark

C. C. Daley Jr.

D. I. Jager

B. S. Mehta

H. Meixner

R. A. Shah

AUDITORSDeloitte Haskins & Sells
Mumbai**SOLICITORS**Crawford Bayley & Co.
Mumbai**BANKERS**Citibank N. A.
Deutsche Bank AG
ANZ Grindlays Bank p.l.c.
State Bank of India**REGISTERED OFFICE**Tiecicon House
Dr. E. Moses Road
Mumbai 400 011
Tel. : (91-22) 496 49 00
Fax : (91-22) 495 05 05**MANUFACTURING
FACILITIES**Annaram (Andhra Pradesh)
Mandideep (Madhya Pradesh)
Kundaim and Honda (Goa)**REGISTRARS &
TRANSFER AGENTS**MCS Limited
Plot No. 27, Road No. 11, M.I.D.C. Area,
Andheri (East), Mumbai 400 093.
Tel. : (91-22) 824 59 86, 821 52 35, Fax: (91-22) 835 04 56

NOTICE

NOTICE is hereby given that the Thirty-fifth Annual General Meeting of the members of the Company will be held at Patkar Hall, S.N.D.T. University, 1, Nathibai Thackersey Road, Mumbai 400 020 on Friday, October 22, 1999, at 3.30 p.m. to transact the following business:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended June 30, 1999, the Balance Sheet as at that date, the Directors' and Auditors' Reports thereon.
2. To declare dividend for the accounting year ended June 30, 1999.
3. To appoint a Director in place of Mr. C. C Daley, who retires by rotation and being eligible, offers himself for re-election.
4. To appoint a Director in place of Mr. H. Meixner, who retires by rotation and being eligible, offers himself for re-election.
5. To consider and, if thought fit, to pass with or without modification/s, if any, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. R. Kerry Clark who was appointed as Director to fill in a casual vacancy in terms of Section 262 of the Companies Act, 1956, and holds such office until this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 257 of the Companies Act 1956, signifying his intention to propose Mr. Clark's candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

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

"RESOLVED THAT Mr. Ashok Chhabra who was appointed as an Additional Director in terms of Section 260 of the Companies Act, 1956, and holds such office until this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 257 of the Companies Act 1956, signifying his intention to propose Mr. Chhabra's candidature for the office of a Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation."

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

"RESOLVED THAT subject to the provisions of Section 198, 269, 309, 310 and 311 and other applicable provisions, if any, of the Companies Act, 1956, the approval of the Company be and is hereby accorded to the appointment of Mr. Ashok Chhabra as Executive Director of the Company for a period of five years with effect from September 20, 1999, on such terms and conditions as the Board may consider appropriate, provided, however, that the terms of remuneration of Mr. Ashok Chhabra shall not exceed the ceilings as set out in Schedule XIII to the Companies Act, 1956, as amended from time to time and such other guidelines as may be issued hereafter in this behalf."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all necessary or desirable steps for the purpose of effecting this appointment and matters incidental thereto."

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

"RESOLVED THAT M/s Deloitte Haskins & Sells, Mumbai, be are hereby appointed as the Auditors of the Company in place of M/s Deloitte Haskins & Sells, Calcutta, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board of Directors of the Company."

On behalf of the Board of Directors

Mumbai,
September 20, 1999

A. CHHABRA
Executive Director &
Company Secretary

Registered Office:

Tiecon House,
Dr. E. Moses Road,
Mumbai 400 011.

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy or Proxies to attend and vote instead of himself and the Proxy need not be a member of the Company.
2. The relevant Explanatory Statement pursuant to Section 173 of the Companies Act, 1956, in respect of the Special Business at Item Nos. 5 to 8, as above, is annexed hereto.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from October 12, 1999 to October 26, 1999 (both days inclusive).
4. Payment of Dividend as recommended by the Directors, if approved at the meeting, is expected to be made on November 5, 1999, to those members whose names appear on Company's Register of Members as on October 12, 1999.
5. Pursuant to Section 205-A of the Companies Act, 1956 unclaimed dividends in respect of the dividends declared on or before September 29, 1995, have been transferred to the General Revenue Account of the Central Government. Shareholders who have not encashed dividend warrants for the period prior to September 29, 1995, are requested to claim the amount by submitting an application in Form No. II to the office of the Registrar of Companies, Hakoba Compound, 2nd Floor, Dattaram Lad Marg, Kala Chowkie, Mumbai 400 033.

EXPLANATORY STATEMENT

(Pursuant to Section 173 of the Companies Act, 1956)

ITEM NO. 5

Mr. R Kerry Clark was appointed to fill in the casual vacancy in terms of Section 262 of the Companies Act, 1956, and holds the office upto the date of this Annual General Meeting. The Company has received a notice and deposit pursuant to

Procter & Gamble Hygiene and Health Care Limited
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Section 257 of the Companies Act, 1956, from a member of the Company proposing Mr. Clark's candidature for the office of Director. Mr. Clark has vast business experience. Your Directors, therefore, recommend his appointment to the Board as it will be beneficial to the Company.

None of the Directors except Mr. Clark is concerned or interested in this resolution.

ITEM NO. 6

Mr. Ashok Chhabra was appointed as an Additional Director in terms of Section 260 of the Companies Act, 1956, and holds the office upto the date of this Annual General Meeting. The Company has received a notice and deposit pursuant to Section 257 of the Companies Act, 1956, from a member of the Company proposing Mr. Chhabra's candidature for the office of Director. In view of Mr. Chhabra's appointment as an Executive Director of your Company, the Board recommends his appointment as Director not liable to retire by rotation.

None of the Directors except Mr. Chhabra is concerned or interested in this resolution.

ITEM NO. 7

Mr. Ashok Chhabra joined the Company in 1990 as General Counsel & Company Secretary responsible for overall Legal and Secretarial functions of the Company, which over a period of time expanded to Public Affairs. He is a Law graduate and a Fellow Member of the Institute of Companies Secretaries of India. Mr. Chhabra has over 22 years of experience and in view of his valuable contribution to the growth of Company's business, the Board recommends his appointment as the Executive Director.

The Board of Directors, subject to the approval of the shareholders, has appointed Mr. Ashok Chhabra, Executive Director of your Company for a period of five years with effect from September 20, 1999, on the following terms and conditions.

Salary : Upto Rs. 35 lacs (Rupees Thirty Five Lakhs) per annum. In addition, he will be entitled to Company's contribution to Provident Fund, Superannuation Fund and Gratuity Fund in accordance with the policy of the Company.

Perquisites : Un-furnished accommodation, medical reimbursement, club fees and such other perquisites in accordance with the Company's rules. The monetary value of such perquisites will be determined in accordance with the Income-tax Rules, 1962.

Board of Directors shall be entitled to revise the above remuneration provided, however, remuneration shall not exceed the ceilings as set out in Schedule XIII to the Companies Act, 1956, as amended from time to time.

Your Directors, therefore, consider that his appointment as the Executive Director will be beneficial to the Company.

The Board recommends passing an Ordinary Resolution.

None of the Directors except Mr. Chhabra is concerned or interested in this Resolution.

ITEM NO. 8

The retiring Auditors M/s Deloitte Haskins & Sells, Calcutta, have consequent to re-structuring of their firm, expressed their inability to seek re-appointment as Auditors of the Company. Instead, it is proposed to appoint M/s Deloitte Haskins & Sells, Mumbai, as statutory auditors in their place. Although this matter is not governed strictly by the provisions of Section 225(1) of the Companies Act 1956, but by the provisions of Section 224(2)(b) of the Act, which makes no reference to any special notice being given, by way of abundant caution, such special notice has been received by the Company from a member proposing to appoint M/s. Deloitte Haskins & Sells, Mumbai, as auditors of the Company. M/s. Deloitte Haskins & Sells, Mumbai, have confirmed that if appointed, their appointment will be in accordance with the provisions of the Companies Act, 1956.

On behalf of the Board of Directors

Mumbai,
September 20, 1999

Registered Office :
Tiecicon House,
Dr. E. Moses Road,
Mumbai 400 011.

A. CHHABRA
Executive Director &
Company Secretary

ANNEXURE 'A' TO DIRECTORS' REPORT

INFORMATION AS PER SECTION 217 (2-A) OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (PARTICULARS OF EMPLOYEES) RULES, 1975 FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED JUNE 30, 1999.

	NAME & AGE	DESIGNATION, NATURE OF EMPLOYMENT AND DATE OF COMMENCEMENT OF EMPLOYMENT	QUALIFICATIONS/ EXPERIENCE	REMUNERATION		LAST EMPLOYMENT
				GROSS RS.	NET RS.	
1	Achanta R (33)	Group Manager (1.7.1987)	B.Tech (Mech) 11	2008398	945073	First Employment
2	Alfred E ** (48)	Officer (25.10.1971)	S.S.C. 27	946620	831881	First Employment
3	Ananthanarayan M ** (45)	Sr. Officer (14.12.1981)	B.Com. 25	1413771	1152679	Accounts Assistant, Vulcan Engineers (1)
4	Arora S (55)	Group Manager (1.10.1997)	B.Sc. Tech 28	1844999	739054	Sourcing & Logistics Manager, Procter & Gamble Indonesia (4)
5	Ashok Kumar K * (40)	Section Head (23.12.1985)	B.Sc. (Engg.) 17	285716	171473	Dev. Engineer, Hindustan Brown Breweries (3)
6	Babu R K (43)	Team Manager (18.4.1989)	M.Tech. 16	617787	334778	Officer, Agro Food Products, Hyderabad (1)
7	Bagli Y (31)	Group Manager (15.11.1995)	BE (Elect), MMS (Marketing) 7	1118371	474579	Senior Systems Analyst, Tata Consultancy Services (3)
8	Balaji P (31)	Senior Manager (1.7.1992)	BE, PM&IR 7	1558505	640714	First Employment
9	Bali V * (39)	Marketing Director (1.6.1984)	B.A(Hons), PGDM 15	2951231	1181077	First Employment
10	Banati A (31)	Associate Director (1.5.1997)	B.Com., PGDM 9	1888493	797649	Financial Analysis Manager, Procter & Gamble Asia / Pacific (1)
11	Banerjee S (31)	Senior Manager (3.4.1995)	BE, PGDBM 6	705067	317705	Asstt. Consulting Engineer, MN Dastur & Co. (2)
12	Banodkar R ** (56)	Senior Officer (8.6.1973)	B.Com 34	1254109	1047158	Sr. Accounts Clerk, Columbia Films Of India Ltd. (8)
13	Basur S (37)	Associate Director (4.2.1990)	B.E.(Mech), MBA 14	2045807	998347	Product Officer, EXIM Bank of India (2)
14	Bharati B R (Ms) ** (26)	Sr. Section In Charge (1.7.1997)	M.Sc. 4	362782	273929	Pfizer Ltd. (3)
15	Bhargava N (36)	Group Manager (1.6.1990)	B.COM, LLB, MIM 12	1484803	621360	Account Executive, The Equitable Financial Co's (3)
16	Bhat V (Mrs) (27)	Group Manager (1.6.1994)	B.E., PGDBM 5	828474	419568	First Employment
17	Bhattacharjee S (31)	Department Manager (25.9.1995)	B.Tech. (Hons) Chemical Engg. 7	822806	433685	Process Engineer, ICI India Ltd. (3)
18	Bhattacharya S (58)	Vice Chairman & Managing Director (5.7.1982)	B.Tech(Hons), MS, MBA 36	3553237	1437584	Assistant Controller, Union Carbide India Ltd. (10)
19	Bhave S S (Mrs) (38)	Department Manager (15.10.1982)	B Pharm 17	888504	386161	First Employment
20	Bhavani C (Mrs) ** (56)	(1.7.1966)	B.A (Hons) 36	1362265	1125296	Steno, Vick Products Inc. (6 months)
21	Binani N (28)	Team Manager (1.2.1995)	PGDIE, NIE 4	628267	324369	First Employment
22	V Chandrashekhar (30)	Area Sales Executive (3.7.1995)	BE, PGDBM 7	625728	307602	Mktg. Exec., Pertech Computers Ltd. (2)
23	Chandrashekhara S Dr (56)	Section Head R&D (1.7.1996)	M.Sc., Ph.D. 23	1387114	591280	Asstt. Vice President, Authomas Indl Products Ltd., Kerala (4)
24	Cherodian I ** (54)	Manager (16.7.1968)	M.Sc, L.T.C, L.L.B, A.I.C.C Chem, MSRC Ph.D 31	5593916	3744247	First Employment
25	Chhabra A (47)	General Counsel (2.7.1990)	LLB, FCS, AICWA 22	2934560	1166029	Company Secretary & General Manager Rollatiners Ltd. (4)
26	Chopra L (Mrs) (37)	Sr. Scientist (1.8.1987)	M.Pharm. 15	776430	340364	Research Scholar in R&D Deptt. (3)
27	Dagli D ** (58)	Sr. Officer (20.12.1971)	C.A. 27	694695	599879	First Employment
28	Das K (30)	Brand Manager (1.6.1995)	B.Arch., MBA 4	791553	350342	First Employment
29	D'Cunha U (Mrs) * (34)	Sr. Scientist (4.3.1991)	B.Sc., M.Sc. 8	829572	377122	First Employment
30	De Sales R (47)	Manager (10.11.1980)	B.Com 26	798923	423165	Purchase Officer, Cosme Pharma Laboratories Pvt. Ltd. (1)
31	De Souza S (Ms) ** (51)	Sr. Officer (5.2.1973)	S.S.C. 25	1160480	977125	First Employment
32	Desai S * (28)	Assistant Brand Manager (3.7.1995)	BE, MBA 4	159416	123062	First Employment
33	Dhabhar O (Miss) (30)	Sr. Research Manager (5.6.1995)	BA, MBA 4	670963	357821	First Employment
34	Dharwadkar A (51)	Associate Director (1.4.1988)	BE 18	1893676	957550	Manager Engineering, Radiation Technologies (I) P. Ltd. (3)
35	D'Souza C * (34)	Section Head (21.10.1991)	BE, DERE 10	317149	215500	R&D Engineer, Electropneumatics & Hydraulics (I) India Ltd (2)
36	D'Souza L * (31)	Department Manager (11.9.1995)	B.Tech, DBM 9	225578	123331	Asst. Manager - Projects, Hindustan Ciba Geigy Ltd. (5)
37	Dubey A K (41)	Team Manager (2.4.1984)	B Pharm, M Pharm 15	612628	354744	Hoechst Pharmaceuticals Ltd. (1)
38	Durani S (47)	Director (2.11.1981)	M.A(PM&IR), LLB 22	3585531	1422275	Sr. I.R. Officer, Voltas Ltd. (2)
39	Dutt S S ** (59)	Technology Leader (12.5.1966)	M.Sc., DIM, FIEE 37	1318381	978514	Inventory Controller, Johnson & Johnson Ltd. (4)
40	Erasala G (Mrs) (33)	Scientist (1.6.1989)	B.Sc, MSc (Biochemistry) 10	621319	346696	First Employment
41	Ganguli A (39)	Department Manager (20.9.1995)	B.E. (Mech) 7	862373	440743	Engineer Maintenance, ITC Bhadrachalam Paper Boards (3)
42	Gazder K (Miss) (25)	Assistant Brand Manager (1.7.1996)	B.Com., MBA 3	609841	337499	First Employment
43	Gondhalekar Y (29)	Engineer (1.3.1995)	M.S.(Chemical Engg.) 6	674424	361265	Asst. Engineer, Larsen & Toubro Ltd. (2)
44	Goradia A (Mrs) * (29)	Section Manager (22.9.1993)	B.Com., CA, ICWA 6	426655	228164	First Employment
45	Govadia M ** (50)	Sr. Section In Charge (15.1.1979)	S.S.C. 19	1109426	949078	First Employment
46	Iyer N V * (47)	Section Head (1.7.1997)	M.Sc.(Tech), Ph.D. 20	276200	110410	Section Head, Procter & Gamble Home Products Ltd. (4)
47	Iyer V (30)	Area Sales Executive (3.7.1995)	B.Sc., MBA 5	674651	328292	Trainee Engineer, Precision Gears Pvt. Ltd., Bombay (1)
48	Jaswal R * (33)	Technology Leader (15.10.1992)	B.E. UDCT 6	472543	282366	First Employment
49	Jayson V (Ms) * (27)	Manager (1.6.1995)	PM&IR 4	431006	250203	First Employment
50	Jiandani M * (43)	Technology Leader (1.9.1989)	DME 17	816132	540328	Asst. Engineer, Bush India Ltd (6)
51	Jiandani S * (38)	Associate Director, MS-India (1.8.1998)	B.E. MMS 14	1635362	701422	Zenith Computers (I)
52	Kadyan R (27)	Brand Manager (1.7.1994)	BA, PGDBM 5	798917	341112	First Employment
53	Kale P * (30)	Group Manager (2.5.1995)	B.Tech., PGDBM 8	288400	165285	Executive, Larsen & Toubro Ltd. (2)
54	Kamath B (29)	Team Manager (1.6.1995)	B.E. (Mech), MMS - Operations 5	612839	345405	Graduate Engg. Trainee, INDAL (10 months)
55	Kelkar L K (43)	Department Manager (1.2.1983)	B.Chem (Eng) 16	1031741	472701	First Employment
56	Keswani P (Mrs) (32)	Group Manager (1.7.1991)	B.Com, ACA 10	1134515	565914	Accounts Executive, Bush India Limited (1)
57	Khambe D A (Mrs) (38)	Section Head (8.4.1985)	B.Sc, M.Sc 14	1840661	925284	First Employment
58	Khanuja V K (59)	Group Manager (3.8.1970)	B.A 35	2027817	991405	Captain, Indian Army (6)
59	Khanolkar J E (40)	Section Head (1.1.1993)	M.Pharm, DMS 16	1706427	861529	Executive-Product Dev., Hoechst India Ltd.(9)
60	Kiyawat D (Mrs) (28)	Sr. Research Manager (1.6.1995)	B.E., PGDBM 4	646911	310387	First Employment
61	Kiyawat G (26)	Manager (5.6.1995)	B.Sc., PGDBM 4	731844	359343	First Employment

Procter & Gamble Hygiene and Health Care Limited *(Formerly known as Procter & Gamble India Limited)*

NAME & AGE	DESIGNATION, NATURE OF DUTIES AND DATE OF COMMENCEMENT OF EMPLOYMENT	QUALIFICATIONS/ EXPERIENCE	REMUNERATION GROSS RS.	NET RS.	LAST EMPLOYMENT
62 Kolhatkar M (35)	Section Head (5.9.1988)	M Sc, B E (Chem) 13	139110	94943	Process Manager (1r.), Lupin Labs Ltd. (8 months)
63 Kotwal H N (42)	Group Manager (2.2.1981)	M Sc 18	869664	448621	First Employment
64 Krishna C R *(51)	Section Head (1.7.1997)	BE (Mech) 15	387669	155721	Section Head-PSO, TS, Procter & Gamble Hongkong (4)
65 Krishnaraj V *(30)	Asst. Brand Manager (5.6.1995)	B Tech., PGDBM 6	251144	149650	Sr. Officer, Tata Steel, Jamshedpur (2)
66 Kumar A (29)	Section Head (15.2.1993)	BA, PM&IR 6	947916	473826	First Employment
67 Kumar P S *(52)	Officer (8.4.1975)	B.A. LL B 30	1367641	1134165	Jr. Personal Assit., Shree Keshariya Invs. (2)
68 Kunzru U *(32)	Brand Manager (1.7.1991)	BE, PGDM 8	169420	96081	First Employment
69 Lad S (27)	Team Manager (1.7.1996)	BE (Mech), MBA 4	629666	363121	Maintenance Officer, PolyOlefins India Ltd. (1)
70 Lal S (35)	Department Manager (1.9.1992)	BE, MS (Elect, Eng.) MS (Fin Mgmt) 7	991695	503806	Power Engg. Consultant, Tata Consulting Engineers. (3)
71 Lall A (32)	Department Manager (1.7.1991)	B Tech 8	1340860	658917	First Employment
72 Luhadia A P *(51)	Section Head (1.9.1995)	B Sc, M Sc, Ph D (Tech) 20	736397	301709	Procter & Gamble, Indonesia (1)
73 Madan A *(29)	Group Manager (27.12.1995)	B.E., PGDBM 5	128451	91658	Asstt. Engineer, Tata Electric Companies (1)
74 Madhu P V (32)	Department Manager (1.10.1995)	B.E. (Mech. Engg) 11	797603	424498	Asst. Manger, Brooke Bond Lipton India Ltd., (5)
75 Mahajan J C (29)	Department Manager (3.2.1993)	B.E. (Mechanical), PGDIE 6	806417	359321	First Employment
76 Mahajan P (31)	Department Manager (27.10.1992)	B Tech, MS 7	928739	426235	First Employment
77 Mahale D B *(58)	Section Manager (1.8.1969)	B Com, LLB 34	1514976	1213720	Sr. Accounts Clerk, M/s Chowgule & Co (Hind) Pvt. Ltd. (4)
78 Mahna V K (53)	Brand Manager (1.7.1997)	BA 29	938291	405641	Category SMD Manager, Procter & Gamble Jeddah (8)
79 Malpani S (28)	Manager (1.2.1996)	BE (Elec. Engg), PGDIE 3	631995	366908	First Employment
80 Malviya S *(37)	Manager (1.2.1999)	M. Pharm 10	443902	265580	First Employment
81 Mathias P (Ms) (28)	Brand Manager (3.7.1995)	B.Com., PGDBM 4	740356	320882	First Employment
82 Mavlanekar U (27)	Section Manager (1.6.1995)	B.Com., C.A. 6	678069	363066	First Employment
83 Mehra A *(31)	Section Manager (1.7.1991)	B Tech 8	377086	219539	First Employment
84 Menon R (36)	Section Manager (1.5.1997)	M.Sc, MCA 12	1489638	590589	Procter & Gamble, China (2)
85 Miglani R (Mrs) (35)	Group Manager (1.7.1987)	BSC, PGDM 12	1476394	608482	First Employment
86 Misra S (41)	Associate Director (11.4.1988)	B E (Mech), PGDBM 17	1873614	804193	Sr. Executive (Mech), India Poly Fibres Ltd. (2)
87 Mukherjee D *(28)	Section Manager (1.6.1995)	B Tech., PGDBM 4	156948	77433	First Employment
88 Mullick M H *(48)	Sr. Section in charge (11.5.1970)	B. Com. 28	905188	802900	First Employment
89 Murdeshwar R (27)	Section Manager (15.9.1995)	B.Com., C.A. 4	654976	344596	First Employment
90 Nagpaul G *(31)	Manager (16.5.1994)	B.Tech., PM&IR 5	108447	71297	First Employment
91 Naik N S *(56)	Officer (1.1.1981)	B.A. BGL 27	1035336	905568	Desmet India Pvt. Ltd.
92 Nair J K *(31)	Engineer (25.9.1995)	BE 9	160197	88007	Executive Mechanical, Lupin Laboratories Ltd. (5)
93 Nair M *(35)	Department Manager (1.9.1987)	B Pharm 12	815092	427462	First Employment
94 Narsimhan V *(58)	Department Manager (15.3.1971)	B Com 39	2550514	1721179	Private Secretary, Dalmia Cements
95 Narvekar R (Mrs) (34)	Group Manager (15.10.1990)	B Com, ACA 11	1008424	432346	Accounts Officer, US Vitamins (I) Ltd. (1)
96 Nawab S K (47)	Team Manager (26.12.1973)	B Sc, DMS 26	619928	358709	First Employment
97 Nayak A *(27)	Asst. Brand Manager (5.6.1995)	B.Tech., PGDBM 4	752033	376696	First Employment
98 Nayyar M (27)	Manager (1.6.1995)	B.A., PM&IR 4	720098	320948	First Employment
99 Nimkar V V *(60)	Group Manager (21.2.1968)	M Sc, DBM 36	949190	602096	Statistician, University Of Bombay (3 months)
100 Panchal D P (47)	Section Head (30.12.1985)	B E (Mech) 23	1604968	799746	Engineer, M J Pharmaceuticals (6 months)
101 Pardiwalla K N (53)	Associate Director (1.7.1993)	B Com, ACA 28	2077598	857765	Finance manager, Procter & Gamble Cairo (2)
102 Parvez A L (Mrs) (39)	Research Fellow (1.10.1986)	MBBS, MD 15	2049485	830237	House Physician, G.T.Hospital (6 months)
103 Patel B V (55)	Chairman & Managing Director (1.8.1970)	MA MBA (Michigan, USA) 30	4765588	1929279	Marketing Trainee, Vick International (1)
104 Patel H (32)	Engineer (1.9.1995)	M.Tech. (Mech. Engg) 4	617787	340158	First Employment
105 Patil N S (44)	Section Head (2.1.1986)	BE (Mech), DIMS 22	1450458	729640	Senior Engineer, Johnson & Johnson Ltd. (5)
106 Patil U M (48)	Scientist (15.1.1990)	B Sc, MSc, PhD 18	621319	349385	Toxicologist, Institute of Toxicology (9)
107 Patwardhan V (29)	Department Manager (3.4.1995)	B.E., PGDBM 4	711552	305074	First Employment
108 Paul S (33)	Technology Leader (4.3.1996)	B.E. 9	842318	447752	Asstt. Engineer, Chevron Transport Corpn. (6)
109 Phadke U (28)	Area Sales Executive (3.7.1995)	B.Tech., PGDBM 4	657234	301817	First Employment
110 Potdar S *(28)	Section Manager (6.2.1995)	M.Com., ICWA, CA 4	108731	56666	First Employment
111 Potnis S *(45)	Technology Leader (16.3.1992)	B Sc (Tech), GDMM 20	289776	148990	Packaging Development Executive, Johnson & Johnson Ltd. (6)
112 Prasad L N (43)	Group Manager (1.4.1995)	B Sc, M Sc 21	1795423	720827	Purchasing Manager, Procter & Gamble Indonesia (2)
113 Priolkar S Dr (36)	Lead Country Physician (1.2.1996)	MBBS, MD, M.Med., Singapore 8	744276	352656	Assistant Lecturer, Goa Medical College (5)
114 Pujari S (43)	Department Manager (31.8.1982)	B Pharm, M Pharm 18	1004579	525377	Graduate Apprentice, Richardson Hindustan Ltd. (1)
115 Raj P M V (26)	Group Manager (17.5.1995)	B.E. (Electronics & Commn.) 4	791802	427101	First Employment
116 Ramakrishnan S *(27)	Asst. Brand Manager (1.6.1995)	B.Sc., PGDBM 4	269185	170284	Research Associate, Indian Institute of Science Bangalore (2)
117 Ramji N Dr (34)	Scientist (1.7.1996)	M.Sc., Ph.D. 5	701360	353900	Works Manager, Indian Railways (7 yrs)
118 Ramnath R (33)	Team Manager (1.7.1996)	BE (Mech), MBA 9	636650	346156	Sr. Research Officer, Godrej Soaps Ltd. (10)
119 Ranade A (36)	Engineer (1.7.1995)	B.Sc. (Chemistry), PG Dip. in Tech. & Analytical Chemistry 14	648854	345517	Graduate Engineer Trainee, TELCO (2)
120 Rangappa P *(38)	Marketing Manager (1.7.1988)	B Tech (Mech), PGDM 13	1497710	619880	Sr. Purchase Executive, TVS- Suzuki Ltd. (2)
121 Rao G J (45)	Department Manager (15.1.1990)	B Com, GDMM 23	941136	408722	Assistant Executive, Production, Roche Products Ltd. (3)
122 Rao M (35)	Department Manager (1.2.1989)	M Pharm 13	1027762	522426	Engineer, Mico-Bosch (1)
123 Rao T (28)	Senior Manager (1.6.1995)	BE, PGDBM 5	793140	341516	Steel Authority of India Ltd. (2)
124 Ravi Prakash B V S *(29)	Section Manager (31.5.1995)	B.E., MBA 6	470408	262789	First Employment
125 Ravishankar B S (35)	Group Manager (1.7.1989)	B Tech (Chem), MS (Chem) 10	1574553	773745	
126 Rodricks J *(45)	Plant Manager (1.11.98)	B.Sc Tech, M.A.M 20	1259414	551513	

NAME & AGE	DESIGNATION, NATURE OF DUTIES AND DATE OF COMMENCEMENT OF EMPLOYMENT	QUALIFICATIONS/ EXPERIENCE	REMUNERATION GROSS RS.	NET RS.	LAST EMPLOYMENT
127 Rose A (30)	Department Manager (1.8.1997)	M.Sc., Dip. in Mass Communications 8	1235111	529963	Asstt. Vice President, Clea Public Relations (1.6)
128 Roy S *(28)	Group Manager (2.5.1995)	BE, PGDBM 4	361067	211875	First Employment
129 Saha P (28)	Group Manager (4.10.1995)	B.Tech., PGDBM 5	754412	335901	Production Exec., Asian paints (1) Ltd., (1)
130 Saksena S *(28)	Associate Director (1.9.1998)	B.A. PGDM 12	1192656	518863	First Employment
131 Saldanha T *(35)	Associate Director (1.10.1995)	BE, PGDM 12	1486621	918813	Procter & Gamble, Philippines (3)
132 Sallan S (Ms) (39)	Department Manager (7.3.1983)	B.Sc. MSc. DBMS 16	994742	516165	First Employment
133 Salvi G (Ms) *(50)	Officer (1.4.1970)	S.S.C. 28	989873	854856	First Employment
134 Samant S *(41)	Associate Director (1.2.1988)	B.Tech.(Chem), MS(Chem) 14	674986	353845	Assistant Manager, Pfizer Ltd. (3)
135 Sangeetha S (Miss) (26)	Section Manager (5.6.1995)	B.A. MBA 4	674904	316037	First Employment
136 Sanil V (Ms) *(26)	Sr. Section in charge (1.2.1995)	M.Sc. 5	518730	389440	First Employment
137 Sankhe T (29)	Scientist (12.1.1996)	B.Tech. 4	297231	188128	Dev. Engineer, Larsen & Toubro Limited (1)
138 Sapale S (Mrs) (37)	Senior Scientist (20.3.1987)	B Pharm 13	874673	465489	Healer India Laboratories (7 months)
139 Sarkar S (30)	Department Manager (4.3.1992)	B.Tech, PGDIE 7	1015975	449369	First Employment
140 Sengupta D (29)	Group Manager (10.10.1995)	B.Sc., PGDBM 5	766317	337126	Exec. Officer, Indian machine Tool Manufacturers Association, (1)
141 Shah A C (46)	Group Manager (15.1.1976)	B.Sc. DA 23	1660484	822474	First Employment
142 Shah N S *(58)	Department Manager (19.8.1970)	MSc 35	2235541	1619752	Sr. Scientific Assistant, ATIRA (2)
143 Shekhar L (Mrs) (27)	Section Manager (2.6.1995)	B.Com., PGDBM 4	680988	303130	First Employment
144 Sheopori S A (46)	Group Manager (1.8.1981)	M Pharm 18	1599694	666035	First Employment
145 Shetty K R (51)	Senior Manager (17.5.1971)	B A 32	1870413	941165	Steno-Typist, Mahilo Stars Elect. Equipments (2)
146 Shetty S (Ms) *(27)	Sr. Section in charge (1.2.1995)	M. Sc.	524385	395854	First Employment
147 Shetye S (Mrs) (33)	Group Manager (1.6.1990)	B.Com, ACA 9	1409130	698496	Practicing C.A (6 months)
148 Shivananda N *(53)	Manager (1.12.1998)	B.E.(Mech) 30	1302838	681500	First Employment
149 Singh A (30)	Group Manager (1.2.1996)	B.E., PGDBM 6	789752	342620	Finance Executive, Asian Paints (3)
150 Singh S (28)	Group Manager (2.5.1994)	BE, PGDBM 5	891413	405741	First Employment
151 Singhania A (34)	Senior Manager (1.7.1990)	B.Com, PGDM 10	1463544	614958	Dy. Manager, Reg. Sales, M/S Autometers Ltd.(1)
152 Soares S (30)	Engineer (25.7.1996)	BE 8	631139	339721	Maintenance Supervisor, E.Merck (1) Ltd. (5)
153 Sreedhar M (35)	Department Manager (1.4.1998)	B.Tech (Chem), MBA 12	823250	417874	Department Manager, Procter & Gamble Home Products Ltd. (5)
154 Srivastava A K (55)	Associate Director (6.2.1981)	B.Tech(Hons) 32	2105989	864672	Engg. Co-ordinator, Goodyear India Ltd. (1)
155 Subburaj S (43)	Section Head (24.12.1987)	M.Sc. PhD 12	1636183	683740	Assistant Officer, Searle India Ltd. (1)
156 Sukhtankar G (45)	Group Manager (1.4.1998)	M.Sc. (Bio-chemistry) 21	1763095	857518	TS Manager, Procter & Gamble Indonesia (4)
157 Suresh B (36)	Department Manager (19.8.1992)	B.E, DCM 13	1056388	458275	Planning Executive Cadbury India Limited(6)
158 Surve A (32)	Group Manager (1.3.1995)	B.Com, ICWA, ACA, CS 8	913741	497579	Finance Executive, Hindustan Ciba Geigy Ltd. (2)
159 T Sridhar *(34)	Team Manager (26.10.1992)	B.Sc., AMIE (Mech.Engg) 10	171545	106996	Production Engineer, Spartek
160 Tripathi A (29)	Department Manager (5.2.1992)	B.Tech, PGDIE 7	1359530	645932	First Employment
161 Trivedi G (30)	Group Manager (25.3.1996)	BE, PGDBM 7	716818	312477	Consultant, International Consulting & Contracting Services, USA (1)
162 Trivedi V (35)	Team Manager (6.2.1989)	M.Sc. (Chem) 11	643598	329433	Production Supervisor, Unique Pharmaceuticals Ltd., (1)
163 Vaidya M (Mrs) (39)	Senior Scientist (7.1.1985)	B.Sc, M.Sc 17	944651	394842	Research Fellow, Richardson Hindustan Ltd. (3)
164 Varshneya A (32)	Group Manager (1.7.1990)	B.Tech, PGDM 9	1559179	645912	First Employment
165 Venkatraman L *	Manager (1.7.1997)	MBA 2	61023	48363	Software Engineer, Infosys Technologies Ltd., Bangalore (7 mths)
166 Viegas L *(44)	Officer (2.7.1979)	B.A. L.L.B, Secretarial Course 24	1267220	1051325	Steno-Secretary, Accumax Engg. (3 months)
167 Vijaykumar G S (43)	Group Manager (29.11.1976)	M.Com, MEP 23	792139	412464	Commercial Apprentice, Garlick Engg. (1)
168 Viswanath A (39)	Section Head (1.4.1998)	B.Tech (Chem), ME, Dr. of Engg. 16	1665564	686284	Section Head, Procter & Gamble Home Products Ltd. (4)
169 Vohra S (31)	Brand Manager (15.6.1992)	B.Tech, PGDM 7	1196904	508986	First Employment

Notes

- Gross remuneration includes salary, bonus, house rent allowance, furnished/unfurnished residential accommodation and transportation in accordance with the Income Tax Rules, expenditure on other taxable perquisites, leave travel assistance, medical reimbursement and company's contribution to Provident Fund/Family Pension Scheme, Gratuity and Pension Plan in accordance with company's Rules. In addition, the employees are also entitled to personal accident coverage, group life insurance and in accordance with company's rules.
- Net Remuneration includes salary, house rent allowance and leave travel assistance, less income-tax and employees' contribution to Provident Fund.
- All appointments are contractual, other terms & conditions are as per Company Rules.
- None of the above employees is a relative of any of the Directors of the company.
- Figures in bracket under 'Last Employment' denote years of service in that organisation.
- * Employee was in service only for part of the year.
- ** Remuneration includes amount paid as per Voluntary Retirement Scheme of the company.

Procter & Gamble Hygiene and Health Care Limited
(Formerly known as Procter & Gamble India Limited)

HELP US SERVE YOU BETTER

For providing better services to our Shareholders, MCS has deputed a full time resource (currently Mr. Santosh Kadam and/or Mrs. Sherry John), to meet your needs. Mr. Santosh Kadam and/or Mrs. Sherry John can be contacted directly on their dedicated telephone number 8245986.

- Please address all correspondence on your share/debenture holdings to Company's Transfer Agents, MCS Limited, Shree Venkatesh Bhavan, Plot No. 27, Road No.11, MIDC Area, Andheri East, Mumbai 400 093. Members are requested to immediately notify change in their addresses, if any, to MCS.
- The trading in Company's Shares through Stock Exchanges has been made compulsory in dematerialised/ electronic form, effective, April 5, 1999. In view of the numerous advantages offered by the Depository system, members are requested to avail of the facility of dematerialisation of the Company's Shares.
- While opening a depository account with participants of NSDL, you may have given your bank Account details, which will be used by the Company for Printing on Dividend warrants. This ensures that the Dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the account specified in the dividend warrant. This ensures safety for investors. However, you may want to receive dividend in an account other than the one specified, while opening the depository account. If so, you may change/correct bank account details with your depository participant. We also request you to kindly give MICR code of your Bank to your Depository participant.

