



COLGATE-PALMOLIVE (INDIA) LIMITED

October 3, 2011

The Secretary
Bombay Stock Exchange Limited
Dalal Street
Mumbai

Regd. Office :
Colgate Research Centre,
Main Street,
Hiranandani Gardens,
Powai,
Mumbai - 400 076.
Tel. : 67095050

Scrip Code: 500830

Fax: 2272 3121 / 3719 / 2037 / 2041 / 2061 / 2039
Kind Attn : Mr. S. Subramanian / Mr. Bhushan Mokashi

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block – G
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

Symbol : COLPAL
Series : EQ

Fax : 26598237 / 26598238/ 66418124/25/26/ 26598348
Kind Attn : Mr. Hari / Ms. T.S. Jagadharini

Dear Sir,

Re: Appointment of Whole-time Finance Director – Abstract pursuant to Section 302 of the Companies Act, 1956 – filing of

We are forwarding herewith the abstract under Section 302 of the Companies Act, 1956 relating to the appointment of Mr. Niket Ghate as Whole-time Director of the Company with effect from October 1, 2011 for a period of five years subject to the approval of the shareholders of the Company.

This abstract is being circulated to the shareholders of the Company.

Kindly acknowledge receipt.

Thanking you,

Very truly yours
Colgate-Palmolive (India) Limited

Ameya Joshi
Deputy Company Secretary

Encl :a/a

File: Stock Exchange / Niket



COLGATE-PALMOLIVE (INDIA) LIMITED

Registered Office : Colgate Research Centre, Main Street, Hiranandani Gardens, Powai, Mumbai - 400 076.
Tel. : 6709 5050 / 60.

To
The Members of
Colgate-Palmolive (India) Limited

Abstract pursuant to Section 302 of the Companies Act, 1956

The Board of Directors of the Company ("the Board") at their meeting held on September 23, 2011, appointed Mr. Niket Ghate as Whole-time Director of the Company for a period of five years effective October 1, 2011, subject to the approval of the Shareholders of the Company. Mr. Ghate is currently heading the Company's Legal Function as its Vice-President Legal and Company Secretary.

Mr. Ghate holds a Bachelor of Law degree from the University College of Nagpur and is also a Company Secretary affiliated to the Institute of Company Secretaries of India and Institute of Chartered Secretaries and Administrators of United Kingdom.

Prior to joining Colgate-Palmolive (India) Limited, Mr. Niket Ghate was the Executive Vice-President and General Counsel at Patni Computer systems. Niket has 21 years of valuable experience in the streams of Law like Litigation, Contract Negotiations, Corporate Governance and Mergers and Acquisitions. Prior to Patni Computer Systems, Niket worked with Transocean, KPMG, Carrier Air-conditions, Tata-Lucent Technologies in roles of increasing responsibilities.

The material terms of the agreement to be entered into between the Company and Mr. Ghate are given below:

i) **Salary:**

Up to Rs.7,00,000/- (Rupees Seven Lakhs only) per month.

ii) **Commission or Performance Linked Incentive or Bonus:**

Not exceeding 1% of the net profit of the Company in any financial year as the Board or Managing Director may determine from time to time but shall not exceed the amount equivalent to the salary for the relevant period; it may be paid pro-rata on a monthly basis at the absolute discretion of the Board or Managing Director.

iii) **Perquisites:**

He shall be entitled to furnished / non-furnished accommodation or house rent allowance in lieu thereof, gas, electricity, medical reimbursement, leave travel concession for self and family, club fees, personal accident insurance, company maintained car, telephone and such other perquisites in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income-tax Rules, 1962 being restricted to Rs.80,00,000/- (Rupees Eighty Lakhs only) per annum.

iv) **Company's contribution to Provident Fund and Superannuation Fund or annuity fund, gratuity payment as per Company's rules and encashment of leave at the end of his tenure shall not be included in the computation of ceiling on remuneration and perquisites as aforesaid.**

v) **In the event of absence or inadequacy of profits in any financial year, the remuneration by way of salary and perquisites payable to Mr. Ghate shall not exceed the maximum limit prescribed under Schedule XIII of the Companies Act, 1956.**

The Board shall have the discretion and authority to modify the foregoing terms of remuneration within, however, the parameters of the applicable provisions of the Companies Act, 1956.

Mr. Ghate's appointment is for a period of five years which may be terminated by either party by giving to the other three months' advance notice in writing or in the case of the Company, by payment of three months' salary as compensation in lieu of such notice. Upon such termination, Mr. Ghate shall cease to be a Director of the Company.

None of the Directors is concerned or interested in the above appointment.

**By Order of the Board of Directors
For COLGATE-PALMOLIVE (INDIA) LIMITED**

**K.V. VAIDYANATHAN
Whole-time Director**

Date : September 23, 2011