**COLGATE-PALMOLIVE** (INDIA) LIMITED

Regd. Office :
Colgate Research Centre,
Main Street,
Hiranandani Gardens,
Powai,
Mumbai - 400 076.
Tel. : 67095050
Fax : (91 22) 25705088
www.colgate.co.in
CIN : L24200MH1937PLC002700

August 9, 2016

The Secretary
BSE Limited
P.J.Towers- 25th floor
Dalal Street
Mumbai- 400001

Scrip Code: 500830

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

Dear Sir,

Declaration of the 75th Annual General Meeting Results & Scrutinizer's report.

This is to inform that the 75th Annual General Meeting of the Company was held on August 8, 2016 at 3.30 p.m. at Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D. Scheme, Vile-Parle (West), Mumbai 400 056.

All the resolutions set out in the Notice of 75th Annual General Meeting have been duly approved and passed by the shareholders with requisite majority.

Please find enclosed herewith the requisite declaration together with Scrutinizer's report.

Kindly take the above on record.

Thanking you,

Very truly yours
Colgate-Palmolive (India) Limited

Niket Ghate
Whole-time Director &
Company Secretary

Encl: a/a

File: Stock Exchange

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Date: 09/08/2016

## DECLARATION OF 75TH ANNUAL GENERAL MEETING RESULTS

This is to inform that the 75th Annual General Meeting was held on 08th August 2016 at 3.30 p.m. at Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.PD. Scheme, Vile-Parle (West), Mumbai 400 056. As per the provisions of the Companies Act, 2013 and Listing Regulations, the Company had provided a remote e-Voting facility to all the shareholders to casts their votes electronically on all the resolutions mentioned in the notice of the said meeting. The remote e-Voting facility was open from August 5, 2016 to August 7, 2016 (both days inclusive).

The Company has also provided ballot form to the shareholders those who do not have access to internet. At 75th Annual General Meeting Poll was conducted for those shareholders who have not casted their vote either through remote e-Voting facility or Ballot forms.

The Board of Directors appointed Mr. S.N. Ananthasubramanian, a Practicing Company Secretary to act as the Scrutinizer for remote e-Voting process and poll at the said meeting. Based on the consolidated result submitted by the Scrutinizer annexed herewith, all the resolutions set out in the Notice of 75th Annual General Meeting have been duly approved and passed by the shareholders with requisite majority.

For Colgate-Palmolive (India)Limited

Niket Ghate
Whole-time Director &
Company Secretary

Encl: a/a

File. 75TH AGM Voting

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 - email sna@snaco.net: website www.snaco.net

## SCRUTINIZER'S REPORT

| | |
|---|---|
| NAME OF THE COMPANY | Colgate -Palmolive (India) Limited |
| MEETING | 75th Annual General Meeting |
| DAY, DATE & TIME | Monday, 8th August, 2016 at 03:30 p.m. |
| VENUE | Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D. Scheme, Vile-Parle (West), Mumbai-400056. |

1. **Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting, voting through ballot forms as well as the voting conducted at the 75th Annual General Meeting (75th AGM) of **Colgate-Palmolive (India) Limited** (hereinafter referred to as the **Company**) held on Monday, 8th August, 2016 at 03:30 p.m. at Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D. Scheme, Vile-Parle (West), Mumbai - 400056.

2. **Dispatch of Notice convening the Meeting**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On **09/07/2016** by e-mail to **95,868** members who had registered their e-mail-ids with the Company/ Depositories.
- On **11/07/2016** by courier / Registered Post to **1,79,748** members in physical form.

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3. Cut-off date

The Voting rights were reckoned as on Monday, 1st August, 2016, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-Voting , voting through ballot forms and voting at the Meeting.

4. Remote e-Voting

4.1 Agency

The Company has appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting

Remote e-Voting platform was open from 08:00 a.m. on Friday, 5th August, 2016 to 5:00 p.m. on Sunday, 7th August, 2016 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the remote e-Voting platform provided by NSDL.

5. Ballot Voting

5.1 The Company had also provided Ballot Forms to members to vote on the items on the agenda. Members opting to vote in physical form were required to send their duly completed Ballot Form(s) so as to reach the Scrutinizer on or before 4th August, 2016 till 5:00 p.m.

5.2 A member can opt only one mode to vote either through ballot form or remote e-Voting. If member casts vote through both modes then only vote cast through remote e-Voting will prevail.

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## 6. Voting at the AGM

6.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id/folios, number of shares held but not the manner in which they have voted.

6.2 Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id & Client Id/folios and shareholding of the members who had cast their votes through remote e-Voting.

6.3 Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company (RTA) provided us the list of the members who had voted through the Ballot Forms.

6.4 The Company provided Voting Papers to the members who attended the meeting.

6.5 After the Chairman announced the commencement of voting, one ballot box kept for polling was locked in our presence.

## 7. Counting Process

7.1 On completion of voting at the meeting, RTA provided us with the list of members who had cast their votes through poll as well as ballot forms with their holding details and details of vote cast on the resolution.

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7.2 The Voting papers and ballot forms were reconciled with the records maintained by the Company and RTA with respect to the authorizations/proxies lodged with the Company.

7.3 I unblocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Mrs. Aparna Gadgil and Mrs. Ashwini Vartak and downloaded the remote e-Voting results.

8. **Results**

8.1 We observed that

a) 60 members had cast their votes at the meeting out of which 5 votes were found to be invalid.

b) 517 members had cast their votes through remote e-Voting.

c) 193 members had cast their votes through ballot forms out of which 8 forms were found to be invalid.

8.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 75th AGM dated 24th May, 2016 is enclosed.

8.3 Based on the aforesaid results, We report that **three Ordinary Resolutions as contained in Item No. 1 to Item No. 3 and One Special Resolution as contained in Item No. 4 of the Notice of the 75th AGM dated 24th May, 2016, have been passed with requisite majority.**

S. N. Ananthasubramanian

**S N Ananthasubramanian**
**C.P.No.1774**
**Partner**

**Date : 09th August, 2016**
**Place : Thane**

S. N. ANANTHASUBRAMANIAN & CO.
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## Details of shareholders who have abstained from voting - Resolution wise.

| | Resolution 1 | Resolution 2 | Resolution 3 | Resolution 4 |
|---|---|---|---|---|
| Remote e-Voting | 07 | 01 | 05 | 0 |
| Postal Ballot | 05 | 08 | 08 | 10 |
| Voting at AGM | 0 | 0 | 0 | 01 |
| Total | 12 | 09 | 13 | 11 |

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## Consolidated Results

Item No. 1: Adoption of Financial Statements for the Financial Year ended 31st March, 2016.

| Particulars | Remote e-Votes | | Ballot Forms | | Voting at the AGM | | Total | | Percentage |
|---|---|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 499 | 5,36,03,204 | 179 | 84,250 | 55 | 13,87,37,140 | 733 | 19,24,24,594 | 100% |
| Dissent | 11 | 1,906 | 1 | 704 | 0 | 0 | 12 | 2,610 | 0% |
| Total | 510 | 5,36,05,110 | 180 | 84,954 | 55 | 13,87,37,140 | 745 | 19,24,27,204 | 100% |

Based on the aforesaid results, We report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the 75th AGM dated 24th May, 2016 has been passed with requisite majority.

S N Ananthasubramanian
C.P.No. 1774

Date : 09th August , 2016
Place : Thane

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Item No. 2: Appoint a Director in place of Mr. Niket Ghate (DIN: 00001925), who retires by rotation and being eligible, offers himself for re-appointment.

| Particulars | Remote e-Votes | | Ballot Forms | | Voting at the AGM | | Total | | Percentage |
|---|---|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 478 | 5,30,17,503 | 172 | 83,604 | 55 | 13,87,37,140 | 705 | 19,18,38,247 | 99% |
| Dissent | 38 | 13,05,798 | 5 | 1,000 | 0 | 0 | 43 | 13,06,798 | 1% |
| Total | 516 | 5,43,23,301 | 177 | 84,604 | 55 | 13,87,37,140 | 748 | 19,31,45,045 | 100% |

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice of the 75th AGM dated 24th May, 2016 has been passed with **requisite majority.**

S N Ananthasubramanian
C.P.No. 1774

Date : 09th August , 2016
Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
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Item No. 3: Appointment of M/s. Price Waterhouse, Chartered Accountants, (Firm Registration No.301112E) as the Statutory Auditors of the Company.

| Particulars | Remote e-Votes | | Ballot Forms | | Voting at the AGM | | Total | | Percentage |
|---|---|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 483 | 4,24,30,964 | 173 | 84,121 | 55 | 13,87,37,140 | 711 | 18,12,52,225 | 100% |
| Dissent | 29 | 6,05,666 | 4 | 483 | 0 | 0 | 33 | 6,06,149 | 0% |
| Total | 512 | 4,30,36,630 | 177 | 84,604 | 55 | 13,87,37,140 | 744 | 18,18,58,374 | 100% |

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in **Item No. 3** of the Notice of the 75th AGM dated 24th May, 2016 has been passed with requisite majority.

S. N. Ananthasubramanian

S N Ananthasubramanian
C.P.No. 1774

Date : 09th August , 2016
Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
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Item No. 4: Approval for keeping of Register of Members, indices of Members and other related books at the office of the new Registrars & Share Transfer Agents.

| Particulars | Remote e-Votes | | Ballot Forms | | Voting at the AGM | | Total | | Percentage |
|---|---|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 506 | 5,43,21,302 | 174 | 84,052 | 54 | 13,87,37,130 | 734 | 19,31,42,484 | 100% |
| Dissent | 11 | 1,989 | 1 | 252 | 0 | 0 | 12 | 2,241 | 0% |
| Total | 517 | 5,43,23,291 | 175 | 84,304 | 54 | 13,87,37,130 | 746 | 19,31,44,725 | 100% |

Based on the aforesaid results, We report that the Special Resolution as contained in Item No. 4 of the Notice of the 75th AGM dated 24th May, 2016 has been passed with requisite majority.

S. N. Ananthasubramanian

S N Ananthasubramanian
C.P.No. 1774

Date : 09th August , 2016
Place : Thane