



August 29, 2025

To,
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001
Ref:- Scrip Code:- 500126

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051
Ref:- NSE Symbol:- PGHL

Dear Sir/Madam,

Sub:- Disclosure of Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

We would like to inform you that the **58th Annual General Meeting (AGM)** of the members of the Company was held on August 29, 2025, at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In this respect, please find enclosed below:

1. Voting results in respect of the business conducted at the AGM, as required under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015; and
2. Scrutinizer's Report on remote e-voting.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For Procter & Gamble Health Limited

Zeal Rupani
Company Secretary

General information about company

Scrip Code	
Name of company	PROCTER & GAMBLE HEALTH LIMITED
Type of meeting	General Meeting
Start time of meeting	09:00
End time of meeting	17:00

VOTING RESULTS	
Record date	22-08-2025
Total number of shareholders on record date	51525
Number of shareholders present in the meeting either in person or	
a) Promoter and promoter group	
b) Public	
Number of shareholders attended the meeting through video	
a) Promoter and promoter group	
b) Public	
Number of resolutions passed in meeting	
Disclosure of notes on voting results	

Resolution Details(1)								
Resolution Required					To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025 and the Statement of Profit and Loss for the			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		8601071	100	8601071	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	8601071	0	0	0	0	0	0
	Total	8601071	8601071	100	8601071	0	100	0
Public Institutions	E-voting		2699234	75.65361552	2698383	851	99.96847254	0.031527463
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	3567885	0	0	0	0	0	0
	Total	3567885	2699234	75.65361552	2698383	851	99.96847254	0.031527463
Public Non-Institutions	E-voting		12753	0.287850423	12728	25	99.80396769	0.196032306
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	4430426	0	0	0	0	0	0
	Total	4430426	12753	0.287850423	12728	25	99.80396769	0.196032306
Total		16599382	11313058	68.15348909	11312182	876	99.99225674	0.007743264

Resolution Details(2)								
Resolution Required					Dividend for the Financial Year ended March 31, 2025.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		8601071	100	8601071	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	8601071	0	0	0	0	0	0
	Total	8601071	8601071	100	8601071	0	100	0
Public Institutions	E-voting		2702034	75.73209338	2702034	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	3567885	0	0	0	0	0	0
	Total	3567885	2702034	75.73209338	2702034	0	100	0
Public Non-Institutions	E-voting		12753	0.287850423	12732	21	99.83533286	0.164667137
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	4430426	0	0	0	0	0	0
	Total	4430426	12753	0.287850423	12732	21	99.83533286	0.164667137
Total		16599382	11315858	68.17035719	11315837	21	99.99981442	0.00018558

Resolution Details(3)								
To appoint a director in place of Ms. Seema Sambasivan, Non-Executive Director, who retires by rotation and being eligible, offers herself for re- appointment.								
Resolution Required								
Promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes - in favor	No. of votes - in Against	% of votes - in favor	% of votes - in Against	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		8601071	100	8601071	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	8601071	0	0	0	0	0	0
	Total	8601071	8601071	100	8601071	0	100	0
Public Institutions	E-voting		2702034	75.73209338	2659504	42530	98.42600056	1.573999439
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	3567885	0	0	0	0	0	0
	Total	3567885	2702034	75.73209338	2659504	42530	98.42600056	1.573999439
Public Non-Institutions	E-voting		12753	0.287850423	12544	209	98.36116992	1.638830079
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	4430426	0	0	0	0	0	0
	Total	4430426	12753	0.287850423	12544	209	98.36116992	1.638830079
Total		16599382	11315858	68.17035719	11273119	42739	99.6223088	0.377691201

Resolution Details(4)	To appoint Dholakia And Associates, Practicing Company Secretaries, as secretarial auditors for a period of five years effective April 1, 2025.							
Resolution Required								
For/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	Percentage of votes - in favor	No. of votes - in Against	Percentage of votes - in favor	No. of votes - in Against	Percentage of votes - in Against
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-voting		8601071	100	8601071	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	8601071	0	0	0	0	0	0
	Total	8601071	8601071	100	8601071	0	100	0
Public Institutions	E-voting		2702034	75.73209338	2009054	692980	74.35339452	25.64660548
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	3567885	0	0	0	0	0	0
	Total	3567885	2702034	75.73209338	2009054	692980	74.35339452	25.64660548
Public Non-Institutions	E-voting		12753	0.287850423	12722	31	99.75691994	0.24308006
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	4430426	0	0	0	0	0	0
	Total	4430426	12753	0.287850423	12722	31	99.75691994	0.24308006
Total		16599382	11315858	68.17035719	10622847	693011	93.87575383	6.124246169

Resolution Details(5)								
Resolution Required								
Ratification of remuneration payable to the Cost Auditor for the Financial Year 2025-26								
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	8601071	8601071	100	8601071	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	8601071	8601071	100	8601071	0	100	0
Public Institutions	E-voting	3567885	2702034	75.73209338	2702034	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	3567885	2702034	75.73209338	2702034	0	100	0
Public Non-Institutions	E-voting	4430426	12753	0.287850423	12727	26	99.7961264	0.203873598
	Poll	4430426	0	0	0	0	0	0
	Postal Ballot(if applicable)	4430426	0	0	0	0	0	0
	Total	4430426	12753	0.287850423	12727	26	99.7961264	0.203873598
Total		16599382	11315858	68.17035719	11315832	26	99.99977023	0.000229766

Managing Partner
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Designated Partner
CS Michelle Martin
B.Com, A.C.S, L.L.B

Combined Report of Scrutinizer for remote e-voting and e-voting during the Annual General Meeting

To,

Mr. S. Madhavan,

The Chairperson of the 58th Annual General Meeting of Procter & Gamble Health Limited held on Friday, August 29, 2025 at 11.00 a.m. (IST) through video conference / other audiovisual means at the registered office of the Company at P&G Plaza, Cardinal Gracias Road, Chakala, Andheri East, Mumbai – 400 099.

Dear Sir,

I, **CS Nrupang B. Dholakia, Managing Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Procter & Gamble Health Limited ("the Company")** pursuant to sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 58th Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favor or against for respective Resolution.
2. The Members of the Company as on the "cut-off" date i.e. Friday, August 22, 2025 were entitled to vote on the resolutions.
3. The remote e-voting commenced at 9.00 a.m. (IST) on Tuesday, August 26, 2025 and concluded at 5.00 p.m. (IST) on Thursday, August 28, 2025.
4. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting (which includes remote e-voting and the electronic voting during the AGM) to the Members on the resolutions proposed in the Notice calling the 58th AGM of the Company was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a combined scrutinizer's report on the voting to the Chairman on the resolutions.

Managing Partner

CS Nrupang B. Dholakia

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DHOLAKIA & ASSOCIATES LLP

(COMPANY SECRETARIES)

Designated Partner

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5. The voting facility both for e-voting prior to the AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by National Securities Depository Limited through their website i.e. www.evoting.nsdl.com.
6. The facility to vote through electronic voting system as stated in point 5 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through remote e-Voting.
7. The remote e-voting result was unblocked at Mumbai from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com and the excel file containing the result was opened in the presence of two witnesses who are not in the employment of the Company.
8. After the closure of the e-voting after 15 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com and the excel file containing the result was opened in the presence of two witnesses who are not in the employment of the Company on Friday, August 29, 2025.
9. Members who had exercised their vote through remote e-voting were not allowed to vote during the AGM in compliance with Rule 20 (4) (xi) of the Companies (Management and Administration) Rules, 2014.
10. The votes cast by Corporate/Institutional Members who have uploaded the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: scrutinizer@dholakia-associates.com or have uploaded on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com have been considered valid.

Managing Partner
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11. The combined result (remote e-voting + e-voting during the AGM) is as under:

1. Item No 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

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	280	1,13,12,435
<u>Less:</u> Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	280	1,13,12,435
B. e-Voting during the AGM		
Total Votes received	7	623
<u>Less:</u> Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	7	623
C. Combined (A+B)		
Total Votes received	287	1,13,13,058
<u>Less:</u> Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	287	1,13,13,058

(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
276	1,13,11,559	99.9923
B. e-Voting during the AGM		
7	623	100
C. Combined (A+B)		
283	1,13,12,182	99.9923

Managing Partner
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(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
4	876	0.0077
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
4	876	0.0077

2. Item No 2: To confirm payment of interim dividend and to declare final dividend for the Financial Year ended March 31, 2025 (Ordinary Resolution)

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	281	1,13,15,235
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	281	1,13,15,235
B. e-Voting during the AGM		
Total Votes received	7	623
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	7	623
C. Combined (A+B)		
Total Votes received	288	1,13,15,858
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	288	1,13,15,858

Managing Partner
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(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
279	1,13,15,214	99.9998
B. e-Voting during the AGM		
7	623	100
C. Combined (A+B)		
286	1,13,15,837	99.9998

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2	21	0.0002
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
2	21	0.0002

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3. Item No. 3: To appoint a director in place of Ms. Seema Sambasivan, Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment (Ordinary Resolution)

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	286	1,13,15,235
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	286	1,13,15,235
B. e-Voting during the AGM		
Total Votes received	7	623
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	7	623
C. Combined (A+B)		
Total Votes received	293	1,13,15,858
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	293	1,13,15,858

(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
256	1,12,72,496	99.6223
B. e-Voting during the AGM		
7	623	100
C. Combined (A+B)		
263	1,12,73,119	99.6223

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(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	42,739	0.3777
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
30	42,739	0.3777

4. Item No. 4: To appoint M/s. Dholakia & Associates, Practicing Company Secretaries, as secretarial auditors for a period of five years effective April 1, 2025 (Ordinary Resolution)

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	281	1,13,15,235
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	281	1,13,15,235
B. e-Voting during the AGM		
Total Votes received	7	623
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	7	623
C. Combined (A+B)		
Total Votes received	288	1,13,15,858
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	288	1,13,15,858

Managing Partner
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(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
272	1,06,22,224	93.8754
B. e-Voting during the AGM		
7	623	100
C. Combined (A+B)		
279	1,06,22,847	93.8758

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
9	6,93,011	6.1246
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
9	6,93,011	6.1242

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5. Item No. 5: Ratification of remuneration payable to the Cost Auditor for the Financial Year 2025-26
(Ordinary Resolution)

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	281	1,13,15,235
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	281	1,13,15,235
B. e-Voting during the AGM		
Total Votes received	7	623
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	7	623
C. Combined (A+B)		
Total Votes received	288	1,13,15,858
Less: Total Number of Abstained Votes	NIL	NIL
Total Number of Valid Votes	288	1,13,15,858

(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
277	1,13,15,209	99.9998
B. e-Voting during the AGM		
7	623	100
C. Combined (A+B)		
284	1,13,15,832	99.9998

Managing Partner
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(COMPANY SECRETARIES)

Designated Partner
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B.Com, A.C.S, L.L.B

(ii) Voted **against** the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
4	26	0.0002
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
4	26	0.0002

12. You may accordingly declare the combined result of the remote e-voting and e-voting during AGM.

13. The register of remote e-voting and poll will be e-mailed to Ms. Zeal Rupani, Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,

**Nrupang
Bhumitra
Dholakia** Digitally signed by
Nrupang Bhumitra
Dholakia
Date: 2025.08.29
17:31:01 +05'30'

Nrupang B. Dholakia
Managing Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 CP No: 12884

Peer Review No: 2404/2022

FRN: P2014MH034700
UDIN: F010032G001111275
Place: Mumbai
Date: August 29, 2025

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Khernagar, Bandra (E), Mumbai – 400051.
E-Mail: info@dholakia-associates.com LLPIN: AAC-9552