

July 8, 2015

Ms. Priti Bishnoi
 Company Secretary & Compliance Officer
Procter & Gamble Hygiene & Health Care Limited
 Plot No 495, P&G Plaza,
 Cardinal Gracias Road, Chakala,
 Andheri (East),
Mumbai - 400099
 Maharashtra
 Tel.: 022- 28266000
 Fax: 022- 66939696

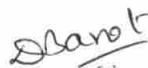
Dear Madam,

Sub: Disclosure pursuant to Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Further to our letter dated July 7, 2015 on the captioned subject, please find enclosed the revised Annexure I. Since instead of the Current holding of HDFC Mutual Fund in the company, the share capital of the company got inadvertently mentioned.

Please take the revised Annexure I as final for the records.

Thanking you,
 Yours faithfully,
 For **HDFC Asset Management Company Limited**


 Dhruvi Barot
 Chief Manager - Compliance
 Encl: As above
 CC:

Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex Bandra (E), Mumbai - 400 051. Tel.: 022- 2659 8190/ Fax: 022- 2659 8191	Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 023. Fax: 022-2272 1919
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HDFC Asset Management Company Limited

A Joint Venture with Standard Life Investments

CIN: U65991MH1999PLC123027

Registered Office : HUL House, 2nd Floor, H.T. Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai-400 020
 Tel.: 022 - 6631 6333 Fax: 022 - 2204 4304, 6658 0200 Website: www.hdfcfund.com

Annexure-1

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	P&G Hygiene & Healthcare Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Mutual Fund HDFC Trustee Company Limited A/c--- • HDFC Equity Fund • HDFC Premier Multi-Cap fund • HDFC Prudence Fund • HDFC Top 200 Fund • HDFC TaxSaver • HDFC MF Monthly Income Plan – Long Term Plan • HDFC MF Monthly Income Plan – Short Term Plan • HDFC Index Fund – Sensex Plus Plan		
3. Whether the acquirer belongs to Promoter/ Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE limited National Stock Exchange of India Limited		
5. Details of the acquisition / <u>disposal</u> as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of :</u>			
a) Shares carrying voting rights	16,46,261	5.07	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	0	0.00	N.A.
c) Voting rights (VR) otherwise than by shares	0	0.00	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	0	0.00	N.A.
Total (a+b+c+d)	16,46,261	5.07	N.A.
<u>Details of acquisition/sale:</u>			
a) Shares carrying voting rights acquired /sold	6,52,318	2.01	N.A.
b) VRs acquired /sold otherwise than by shares	0	0.00	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired /sold	0	0.00	N.A.
d) Shares encumbered/invoked/released by the acquirer	0	0.00	N.A.
Total (a+b+c+-d)	6,52,318	2.01	N.A.
<u>After the acquisition/sale, holding of:</u>			



a) Shares carrying voting rights	9,93,943	3.06	N.A.
b) Shares encumbered with the acquirer	0	0.00	N.A.
c) VRs otherwise than by shares	0	0.00	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	0	0.00	N.A.
Total (a+b+c+d)	9,93,943	3.06	N.A.
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
7. Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 6, 2015		
8. Equity share capital / total voting capital of the TC before the said <u>acquisition</u> /sale	Rs. 32,46,07,360/- comprising 3,24,60,736 equity shares of Rs. 10/- each		
9. Equity share capital/ total voting capital of the TC after the said <u>acquisition</u> /sale	Rs. 32,46,07,360/- comprising 3,24,60,736 equity shares of Rs. 10/- each		
10. Total diluted share/voting capital of the TC after the said <u>acquisition</u> /sale.	N.A.		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For HDFC Asset Management Company Limited
(Investment Manager for the Schemes of HDFC Mutual Fund)

D Barot

Dhruti Barot
Chief Manager- Compliance

Place: Mumbai
Date: July 7, 2015

