

**FORM No. MGT-9
EXTRACT OF ANNUAL RETURN**

as on the financial year ended March 31, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L24200MH1937PLC002700
ii)	Registration Date	September 23, 1937
iii)	Name of the Company	Colgate-Palmolive (India) Limited
iv)	Category/Sub-Category of the Company	Public Company limited by shares
v)	Address of the Registered office and contact details	Colgate Research Centre, Main Street, Hiranandani Gardens, Powai, Mumbai 400 076, India
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083 Tel : 91-22-4918 6000 Fax : 91-22-4918 6060 E-mail : rnt.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ Service	% to total turnover of the Company
1.	Toothpaste	Group 202 Class 2023 Sub-Class 20235	82.6
2.	Toothbrush *	-	14.2

* No NIC Code is available for Toothbrush.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
1.	Colgate-Palmolive Co., 300, Park Avenue, New York, NY 10022 United States	Foreign Co.	Holding	40.06	2 (46)
2.	Colgate-Palmolive (Asia) Pte. Ltd., 24, Raffles Place, #15-00 Clifford Centre, Singapore 048621	Foreign Co.	Holding	10.94	2 (46)
3.	Norwood International Incorporated 300, Park Avenue, New York, NY 10022, United States	Foreign Co.	Holding	--	2 (46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2019)				No. of Shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual / HUF	--	--	--	--	--	--	--	--	--
b) State Govt.(s)	--	--	--	--	--	--	--	--	--
c) Bodies Corporate	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Others	--	--	--	--	--	--	--	--	--
Sub-Total (A) (1)	--	--	--	--	--	--	--	--	--
2) Foreign									
a) NRIs – Individuals	--	--	--	--	--	--	--	--	--
b) Other – Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corporate	138712672	--	138712672	51.00	138712672	--	138712672	51.00	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Others	--	--	--	--	--	--	--	--	--
Sub-total (A)(2)	138712672	--	138712672	51.00	138712672	--	138712672	51.00	--
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	138712672	--	138712672	51.00	138712672	--	138712672	51.00	--
B. Public Shareholding									
1. Institutions									
a) Mutual Funds /UTI	16244945	8105	16253050	5.98	9955307	8055	9963362	3.66	-2.31
b) Banks / FI	477450	9532	486982	0.18	712484	9422	721906	0.27	0.09
c) Central Govt.	537186	--	537186	0.20	537186	--	537186	0.20	0.00
d) State Govt.(s)	1000	--	1000	0.00	3240	--	3240	0.00	0.00
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	10420955	100	10421055	3.83	15665528	100	15665628	5.76	1.93
g) FIs	57257	3850	61107	0.02	18796	3850	22646	0.01	-0.01
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)									
- Foreign Portfolio. Corp.	41750644	--	41750644	15.35	44000015	--	44000015	16.18	0.83
- Foreign Bank	400	--	400	0.00	400	--	400	0.00	--
- Alternate Investment Fund	516987	--	516987	0.19	754190	--	754190	0.28	0.09
Sub-total (B) (1)	70006824	21587	70028411	25.75	71647146	21427	71668573	26.35	0.60

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2019)				No. of Shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non- Institutions									
a) Bodies Corporate									
i) Indian (Domestic)	6002890	4	6002894	2.21	2938837	300	2939137	1.08	-1.13
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 Lac	45041050	5532169	50573219	18.59	46627385	4643205	51270590	18.85	0.26
ii) Individual shareholders holding nominal share capital in excess of ₹1 Lac	336249	--	336249	0.12	--	--	--	--	-0.12
c) Others (specify):									
- IEPF	256101	--	256101	0.09	310522	--	310522	0.11	0.02
- Trust	2952584	--	2952584	1.09	3668230	--	3668230	1.35	0.26
- Trust employees	--	--	--	--	39798	--	39798	0.01	0.01
- Hindu Undivided Family	1087585	1386	1088971	0.40	1038705	1196	1039901	0.38	-0.02
- NRI (Repat)	648216	2736	650952	0.24	599782	3056	602838	0.22	-0.02
- NRI (Non-Repat)	1055791	13676	1069467	0.39	1112207	7954	1120161	0.41	0.02
- Foreign Portfolio Investor (Individuals)	600	--	600	0.00	600	--	600	0.00	0.00
- Foreign Nationals	1735	--	1735	0.00	1410	--	1410	0.00	0.00
- OCB	3880	2560	6440	0.00	3880	2560	6440	0.00	0.00
- Clearing Member	287559	--	287559	0.11	603237	0	603237	0.22	0.11
- NBFCs registered with RBI	17780	--	17780	0.01	2125	0	2125	0.00	-0.01
Sub-total (B)(2):	57692020	5552531	63244551	23.25	56946118	4658271	61604389	22.65	-0.60
Total Public Shareholding (B) = (B)(1) + (B)(2)	127698844	5574118	133272962	49.00	128593264	4679698	133272962	49.00	0.00
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	266411516	5574118	271985634	100.00	267305936	4679698	271985634	100.00	0.00

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (April 1, 2019)			Shareholding at the end of the year (March 31, 2020)			% Change in shareholding during the year
		No. of shares	% of Total Shares of the Company	% of Shares Pledged/ Encumbered to Total shares	No. of shares	% of Total Shares of the Company	% of Shares Pledged/ Encumbered to Total shares	
1.	Colgate-Palmolive Co.	108952694	40.06	--	108952694	40.06	--	--
2.	Colgate-Palmolive (Asia) Pte. Ltd.	29758852	10.94	--	29758852	10.94	--	--
3.	Norwood International Incorporated	1126	--	--	1126	--	--	--
	Total	138712672	51.00	--	138712672	51.00	--	--

iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year (April 1, 2019)		Cumulative shareholding during the year (March 31, 2020)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	138712672	51.00	138712672	51.00
	Datewise increase/decrease in Promoters' Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc):	Nil	Nil	Nil	Nil
	At the end of the year	138712672	51.00	138712672	51.00

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Top Ten Shareholders	Shareholding at the beginning of the year (April 1, 2019)		Cumulative Shareholding during the year (March 31, 2020)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	LIFE INSURANCE CORPORATION OF INDIA	9466223	3.48	8607430	3.16
2.	SBI MAGNUM GLOBAL FUND	5729052	2.11	4196645	1.54
3.	NPS TRUST- A/C UTI RETIREMENT SOLUTIONS PENSION FUND SCHEME - STATE GOVT	2865604	1.05	3594581	1.32
4.	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LTD.	1246580	0.46	2184663	0.80
5.	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL	830000	0.31	1968013	0.72
6.	GOVERNMENT OF SINGAPORE	1741539	0.64	1872243	0.69

Sl. No.	Top Ten Shareholders	Shareholding at the beginning of the year (April 1, 2019)		Cumulative Shareholding during the year (March 31, 2020)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
7.	FIRST STATE INVESTMENTS ICVC-STEWART INVESTORS ASIA PACIFIC LEADERS FUND	1636218	0.60	1636218	0.60
8.	LO FUNDS - EMERGING HIGH CONVICTION	1400000	0.51	1400000	0.51
9.	L AND T MUTUAL FUND TRUSTEE LIMITED - LAND T HYBRID EQUITY FUND	1954100	0.72	1398010	0.51
10.	ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE PURE VALUE FUND	1388164	0.51	1337005	0.49
11.	T. ROWE PRICE NEW ASIA FUND	1222295	0.45	1286178	0.47
12.	FIRST STATE INVESTMENTS ICVC-STEWART INVESTORS GLOBAL EMERGING MARKETS LEADERS FUND	3286006	1.21	1240287	0.46
13.	J P MORGAN FUNDS	1306609	0.48	1158178	0.43
14.	FIRST STATE INDIAN SUBCONTINENT FUND	1038886	0.38	1021721	0.38
15.	GENERAL INSURANCE CORPORATION OF INDIA	750840	0.28	900840	0.33
16.	UTI - LONG TERM ADVANTAGE FUND SERIES VI	502923	0.18	478911	0.17
17.	ICICI PRUDENTIAL BALANCED ADVANTAGE FUND	641929	0.24	365734	0.13
18.	STEWART INVESTORS GLOBAL EMERGING MARKETS LEADERS FUND	1815309	0.67	328858	0.12
19.	FRANKLIN TEMPLETON MUTUAL FUND A/C FRANKLIN INDIA EQUITY ADVANTAGE FUND	1310191	0.48	160326	0.06

Note: The detail of holdings has been clubbed based on PAN.

v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For Each of the Directors and KMP	Name of the Director/KMP	Shareholding at the Beginning of the year (April 1, 2019)		Cumulative Shareholding during the year (March 31, 2020)	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year					
		Mr. P.K. Ghosh	14676	0.0054	14676	0.0054
		Mr. M. Chandrasekar	200	--	200	--
	Datewise increase/ decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.)		--	--	--	--
	At the End of the year		14876	0.0054	14876	0.0054

V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment: Nil

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A) Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD				Total Amount (₹ Lakhs)
		I. Bachaalani*	R. Raghavan^	M. S. Jacob	M. Chandrasekar	
1.	Gross Salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	325.90	278.03	110.18	118.59	832.70
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	35.11	112.43	75.09	91.22	313.85
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option ^{&}	493.60	78.50	120.67	25.30	718.07
3.	Sweat Equity	-	-	-	-	-
4.	Commission					
	- As % of profit	-	-	-	-	-
	- Others specify	-	-	46.98	52.33	99.30
	Incentive Compensation Plan/Bonus					
5.	Others, please specify: Employer contribution to Provident Fund	10.73	7.03	23.31	14.22	55.30
Total		865.34	475.99	376.22	301.67	2019.22
Overall Ceiling calculated as per provisions of Section 198 of the Companies Act, 2013						12,453.65

* Upto August 01, 2019

^ w.e.f August 01, 2019

[&] Includes exercise of stock options and restrict stock awards in the current financial year, which were granted in prior years by Colgate-Palmolive Company, U.S.A., the parent company, pursuant to its incentive plan.

B) Remuneration to Other Directors

Sr. No.		Name of Directors						Total Amount (₹Lakhs)
		R.A. Shah	P.K. Ghosh	V.S. Mehta	I. Shahani (Ms.)	S.Gopinath (Ms.)	S.Kripalu (Ms.)	
1)	Independent Directors							
	* Fee for attending Board Committee meetings	10.00	9.50	10.50	10.00	9.50	8.50	58.00
	* Commission [#]	15.00	15.00	15.00	15.00	15.00	15.00	90.00
	* Others, please specify	--	--	--	--	--	--	--
	Total (1)	25.00	24.50	25.50	25.00	24.50	23.50	148.00
2)	Other Non-Executive Directors							
	* Fee for attending Board Committee Meetings	--	--	--	--	--	--	--
	* Commission	--	--	--	--	--	--	--
	* Others, please specify	--	--	--	--	--	--	--
	Total (2)							
	Total (B) = (1+2)	25.00	24.50	25.50	25.00	24.50	23.50	148.00
	Total Managerial Remuneration							
	Overall Ceiling as per the Companies Act, 2013:	1% of the Net Profits of the Company.						

[#] Commission for the Financial Year 2019-20 is payable in 2020-21

C) Remuneration to Key Managerial Personnel other than MD/Manager/WTD (₹ Lakhs)

Sr. No.	Particulars of Remuneration	K. Randhir Singh
1.	Gross Salary	21.23
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	23.08
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	--
2.	Stock Option	--
3.	Sweat Equity	--
4.	Commission	
	- As % of profit	
	- Others, specify	4.06
	Executive Incentive Compensation/ Bonus	
5.	Others, please specify	2.54
	Employer contribution to Provident Fund	
	Total	50.91

VII. Penalties/Punishment/Compounding of offences: NONE

On behalf of the Board

R. Raghavan
 Managing Director
 (DIN : 08511606)

M.S. Jacob
 Whole-time Director & CFO
 (DIN : 07645510)

Place : Mumbai
 Date : May 21, 2020