COLGATE-PALMOLIVE (INDIA) LIMITED

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

August 3, 2018

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,

Subject: Submission of Annual Report 2017-18.

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report of the Company for the financial year 2017-18 duly approved and adopted by the members of the Company at the Annual General Meeting held on July 26, 2018.

Thanking you,

Very truly yours
Colgate-Palmolive (India) Limited

K. Randhir Singh
Company Secretary &
Compliance Officer

File: Stock Exchange
Encl: a/a

Colgate®

KEEP INDIA SMILING



ANNUAL REPORT 2017-18

COLGATE-PALMOLIVE (INDIA) LIMITED

Your
It's what helps us



Colgate®

trust.
keep India smiling.



Our Products at a Glance



Toothpastes



Toothbrushes



Mouthwashes



Personal Care

Table of Contents

Ten-Year Highlights	01
Notice	02
Report of the Directors	09
Annexures to the Report of the Directors	
1. Corporate Governance Report	17
- Auditors' Certificate on Corporate Governance	28
2. Annual CSR Report	31
3. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo	37
4. Secretarial Audit Report	40
5. Extract of Annual Return	43
6. Particulars of Employees	49
7. Business Responsibility Report	50
Independent Auditors' Report to the Shareholders	59
Financial Statements	66
Nomination Form	118
Attendance Slip	121
Proxy Form	123
Route Map to AGM Hall	125

Registered Office	Statutory Auditors	Registrars & Share Transfer Agents
Colgate Research Centre Main Street Hiranandani Gardens Powai Mumbai 400 076 (CIN-L24200MH1937PLC002700)	S.R.B.C & Co. LLP Chartered Accountants (Firm Regn. No. 324982E/E300003) 12th Floor, The Ruby 29 Senapati Bapat Marg Dadar (West) Mumbai- 400 028	Link Intime India Private Limited C- 101, 247 Park L.B.S. Marg Vikhroli (West) Mumbai 400 083 (CIN- U67190MH1999PTC118368)

Solicitors	Secretarial Auditor
Crawford Bayley & Co. State Bank Building N.G.N Vaidya Marg Mumbai 400 023	S. N. Ananthasubramanian & Co. Company Secretaries (Firm Regn. No. P1991MH040400) 10/26, Brindaban Thane 400 601

Colgate: India's Most Trusted Brand









Colgate: India's Most Trusted Brand

Colgate has been voted as India's #1 Most Trusted Brand across all categories for seven consecutive years, from 2011-2017, in The Economic Times Brand Equity Most Trusted Brands Survey - an annual consumer survey conducted by Nielsen.


The Brands We Trust And Love

Colgate 1
Lux 2
Lifebuoy 3
Airtel 6
Parle 7
Britannia 8

BRAND EQUITY MOST TRUSTED BRANDS 2017

2017


COLGATE [1]
SAMSUNG MOBILE [2]
LIFEBUOY [3]
FAIR & LOVELY [4]
TATA SALT [5]
DETTOL [6]
LUX [7]
SURF EXCEL [8]

SMILES TO GO

How Colgate staved off babas, banks, mobiles, other FMCGs and ecommerce to retain the Most Trusted crow

BY RAVI BALAKRISHNAN
MUMBAI

"Some people get excited about apps. I get excited about Colgate products" says Isaam Bachaalani, managing director, Colgate-Palmolive (India), as he unravels the cardboard box housing a tube of toothpaste to reveal a dental wellness chart.

THE WINNING STREAK

2016


BRAND EQUITY
THE ECONOMIC TIMES

Most Trusted Brands 2015

Chronicling a long, strange year when brands gained and lost trust at an unprecedented rate

2015

Board of Directors



Vinod Nambiar - Chairman

Mr. Vinod Nambiar joined Colgate-Palmolive (India) Limited (CP-India) in 1999. In 2004, he became the Customer Development Director of CP-India and in 2005, rose to be the General Manager of Colgate-Palmolive, Romania. He then served as Vice-President & General Manager of Colgate-Palmolive, Italy. In 2011, he was appointed Vice-President & General Manager of Global Personal Care, New York, post which he led Colgate-Palmolive, China in 2012. In 2014, he took on the position of Vice-President & General Manager of Colgate-Palmolive, Greater China Hub (which includes China, Hong Kong and Colgate-Palmolive, Sanxio). Mr. Nambiar currently serves as the President of Colgate-Palmolive's Asia Pacific Division. He was appointed as a Non-Executive Director & Chairman of CP-India in 2015.



R. A. Shah - Non-executive & Independent Director (Vice-Chairman)

Mr. R. A. Shah is a leading Solicitor and a Senior Partner of M/s. Crawford Bayley & Co., a firm of Solicitors & Advocates. He specialises in a broad spectrum of corporate laws. He is also the Chairman/Member of audit committees of a number of public limited companies in India. He was appointed as Vice-Chairman on the Board in 1983.



Vikram Singh Mehta - Non-executive & Independent Director

Mr. Vikram Singh Mehta was the Chairman of the Shell Group of Companies in India from 1994 till 2013. Mr. Mehta began his career as a Member of the Indian Administrative Service of the Government of India and was Advisor to the Public Sector "Oil India". He was awarded Asia House's "Businessmen of the Year" award for the year 2010. Mr. Mehta is on several Boards including Mahindra & Mahindra Limited, L&T Limited, Apollo Tyres Limited and Vodafone India Limited. He received Asia Centre for corporate governance and sustainability's Award for "Best Independent Director" for the year 2016. He was appointed as a Director on the Board in 2001.



Shyamala Gopinath - Non-executive & Independent Director

Ms. S. Gopinath is the part-time Non-Executive Chairperson of HDFC Bank. As Deputy Governor of RBI for seven years and member of the Board and several Committees of RBI, she guided and influenced national policies in diverse areas of financial sector regulation and supervision, development and regulation of financial markets, capital account management, management of government borrowings, foreign exchange reserves management and payment and settlement systems. During 2001-03, she worked as senior financial sector expert in Monetary Affairs & Exchange Department of the IMF (Financial Institutions Division). She was on SEBI's Corporate Bonds & Securitization Advisory Committee (CoBoSAC). She served as Chairperson Advisory Board on Bank, Commercial and Financial Frauds during 2012-14. She was an independent Director on the Boards of Clearing Corporation of India, IOC and GAIL. She is also Chairperson of the Board of Governors of IIM, Raipur, besides being an Independent Director in some other Companies and Not-for-Profit entities. She was appointed as a Director on the Board in 2015



M. S. Jacob - Whole-time Director & Chief Financial Officer

Mr. M. S. Jacob joined CP-India in 1995 in the Continuous Improvement Group. Over the course of 21 years, Jacob served through leadership roles in Finance at Colgate-Palmolive Company's subsidiaries in Thailand, Vietnam and Malaysia as well as at the Asia Pacific Division Head Quarters at Hong Kong. His last assignment was as the Finance Director of Colgate-Palmolive-Malaysia. As Finance Director of CP-India, Jacob provides overall financial leadership including on Investor Relations matters. He was appointed as Whole-time Director & CFO in 2016.



Issam Bachaalani - Managing Director

Mr. Issam Bachaalani has been the Managing Director of CP-India since October 1, 2014. He joined Colgate-Palmolive in 1991 as part of the Global Marketing Development Program and later moved to the US Household Surface Care in New York. He has since held a series of significant positions in various divisions and subsidiaries within Colgate-Palmolive globally. In 1996, he joined the Central Europe/Russia Division as Marketing Manager, then in 1999 promoted to Associate Director, Household Surface Care for Colgate-Palmolive - Mexico, and then moved as Marketing Director, Colgate-Palmolive - Dominican Republic. In 2002, Mr. Bachaalani was promoted to Marketing Director of Colgate-Palmolive - South Africa. In 2006, he was promoted as General Manager Colgate-Palmolive - Hong Kong. In 2009, he was promoted to General Manager Colgate-Palmolive - Malaysia, Singapore and Brunei. From 2012, he was Vice-President & General Manager of the Global Toothbrush Division till he joined CP-India.



P. K. Ghosh - Non-executive & Independent Director (Deputy Chairman)

Mr. P. K. Ghosh is a Fellow of the Institute of Chartered Accountants of India (ICAI) and a former Managing Director of CP-India. Since 1974, he served the Company in various capacities. Mr. Ghosh brings to the Board his rich experience and understanding of the consumer product business. Appointed as Deputy Chairman on the Board in 1993.



Indu Shahani - Non-executive & Independent Director

Dr. Indu Shahani is the President and Chairperson at the Indian School of Design and Innovation (ISDI) and Founding Dean of Indian School of Management and Entrepreneurship (ISME). Formerly Sheriff of Mumbai, Dr. Shahani served as the Principal of H.R. College of Commerce and Economics in Mumbai from the year 2000 till July 2016. She is on the board of several Indian Companies. A doyen in the field of academics, Dr. Shahani has over three decades of teaching experience at the College and University level. Dr. Shahani was awarded an Honorary Doctor of Letters degree by the University of Westminster in London. She is acknowledged worldwide for her significant contribution to education and value-based leadership. She was appointed as a Director on the Board in 2012.



Ms. Sukanya Kripalu - Non-executive Independent Director

Ms. Sukanya Kripalu is a graduate from St. Xavier's College & the IIM Calcutta. She is a consultant in the fields of marketing, strategy, advertising and market research. Her experience includes working with leading corporates like Nestle India Limited, Cadbury India Limited and Kellogg's India. She was also the CEO of Quadra Advisory, a WPP group company. Ms. Kripalu is presently on the Boards of various companies, namely Aditya Birla Fashion and Retail Limited, Huhtamaki PPL Limited, Ultratech Cement Limited and Aditya Birla Health Insurance Co. Limited. She was appointed as an Additional (Non-executive Independent) Director on the Board in 2018.



M. Chandrasekar - Whole-time Director & Executive Vice-President - Sales & Customer Development

Mr. M. Chandrasekar joined CP-India in 1989 in Sales. During the course of his 27 years at Colgate, he progressed through increasing levels of responsibility in the Customer Development & Sales function in different regional roles of CP-India, leading to the position of Executive Vice-President – Sales & Customer Development. He was appointed as Whole-time Director on the Board in 2017.

Message to Shareholders



Dear Colgate Shareholders

We are pleased to have delivered strong sales and profit growth in F.Y. 2017-18 despite a challenging macroeconomic environment and heightened competitive activity. Net Sales on an adjusted basis* for the year were ₹ 4,159.4 crore, an increase of 5.3% over the previous year. Reported Net profit after tax for the year was ₹ 673.4 crore, an increase of 17% over the previous year. Excluding the impact of tax reversals and exceptional items, Net profit after tax for F.Y. 2017-18 increased by 15% over the previous year.

During the year, we maintained our strong leadership position in both the toothpaste and toothbrush categories, with volume market shares for the year at 53.4% and 44.8%, respectively.

A core component of our commitment to maximizing shareholder value is maintaining a healthy level of dividend payouts.

Considering the Company's surplus cash position and foreseeable capital requirements, in May 2018, your Board of Directors declared a special interim dividend of ₹ 11 per share, bringing the total interim dividend for F.Y. 2017-18 to ₹ 24 per share.

In 2017, for the seventh consecutive year, Colgate again ranked as India's #1 Most Trusted Brand in the Economic Times Brand Equity Most Trusted Brands Survey, a consumer survey conducted in collaboration with Nielsen.

"In 2017, for the seventh consecutive year, Colgate again ranked as India's #1 Most Trusted Brand."

While external conditions remained challenging, F.Y. 2017-18 was a year of strong investment behind our brands and we deployed that investment sharply focused on our long-standing business strategies of Engaging to Build our Brands, Innovation for Growth, Effectiveness and Efficiency, and Leading to Win.

Strengthening Consumer Engagement To Drive Growth:

We are focused more than ever on strengthening consumer engagement to drive growth. We strive to make our brands relatable and valuable to our consumers' lives through our brand communications.

For many years, we have been engaging consumers with the Colgate Scholarship Offer on the packs of our flagship offering, Colgate Strong Teeth toothpaste. This past year, we have strengthened this engagement by partnering with BYJU's, the popular learning app. In addition to receiving a chance to win an education scholarship, consumers received a coupon code for a free one-month subscription to BYJU's course materials. For consumers who lacked access to a smartphone or tablet, special audio lectures were also made available.

This past year we also launched an innovative initiative to celebrate the legacy of Tamil poet -Thiruvalluvar. We introduced special-edition Colgate Active Salt toothpaste packs with Thirukkural inspired stories printed inside the carton.

"We are focused more than ever on strengthening consumer engagement to drive growth. We strive to make our brands relatable and valuable to our consumers' lives through our brand communications."

Focused On Innovations:

We continue to focus on delivering innovation across our portfolio, with particular focus on the 'Naturals' segment. We launched Colgate Swarna Vedshakti which blends the goodness of Indian natural ingredients of Aloe Vera, Clove, Honey, Tulsi, Neem and Amla with Colgate's Oral Care expertise, effectively delivering holistic Oral Care.

"We continue to focus on delivering innovation across our portfolio, with particular focus on the 'Naturals' segment. We launched Colgate Swarna Vedshakti which blends the goodness of Indian natural ingredients of Aloe Vera, Clove, Honey, Tulsi, Neem and Amla with Colgate's Oral Care expertise, effectively delivering holistic Oral Care."

Based on the insight that today's millennial generation wants their personal items to be distinctly reflective of their individuality, we launched Colgate Neo toothbrush. Colgate Neo comes in premium packaging and is available in 6 exciting and differentiating handle-bristle colour combinations.

We also relaunched Colgate MaxFresh toothpaste with Cooling Crystals. The New Xtra Fresh MaxFresh gives intense cooling and super freshness like never before. Our MaxFresh Brand Ambassador, Ranveer Singh, remains the face of the brand to continue driving high levels of relevance and engagement with younger consumers.

Living Our Values:

Guided by our values of Caring, Continuous Improvement and Global Teamwork, Colgate strives to be a leader in caring for our society. As part of these efforts, we continue to put a lot of focus on gender equality.

This year, Colgate has partnered with Action Aid to support the education of girls. This program aims to make children from less privileged communities future-ready through computer literacy training and spoken English classes.

In addition to our CSR programs, we are pleased to have made significant progress on gender diversity over the past several years. Since 2014, we have achieved a 30% increase in the number of women employees in managerial roles. In 2017, women represented 43% of our managerial hiring and 60% of our executive-level promotions.

In addition, we recently welcomed Ms. Sukanya Kripalu to our Board of Directors. Ms. Kripalu, who is one of the three independent women directors on our Board, will be an invaluable resource to Colgate with her many years of experience in the areas of marketing, strategy, advertising and market research. While we still have a lot more to achieve in the area of gender diversity, we're confident that we're moving in the right direction.

"Guided by our values of Caring, Continuous Improvement and Global Teamwork, Colgate strives to be a leader in caring for our society.
In addition to our CSR programs, we are pleased to have made significant progress on gender diversity over the past several years."

Outlook:

For F.Y. 2018-19, we remain focused on investing in our brands and delivering innovative products to drive growth. Despite the highly competitive environment, we are confident that our proven strategies and talented workforce will continue to create value for our shareholders over the long-term.

"For F.Y. 2018-19, we remain focused on investing in our brands and delivering innovative products to drive growth."

I wish to thank all Colgate people for their personal commitment to achieving our goals with the highest ethical standards, and express appreciation for the support of our customers, suppliers, shareholders and directors.



Issam Bachaalani
Managing Director
Colgate - Palmolive (India) Limited
DIN: 06975320

**Net Sales has been restated for the impact of GST.*

Committees

Management Committee

I. Bachaalani	Managing Director
M. S. Jacob	Finance
M. Chandrasekar	Customer Development
F. Giwa	Legal
M. K. Ajay	Human Resources
A. Chintamani	Marketing
S. Potnis (Dr.)	Technology
A. Lara	Supply Chain (Toothpaste)
M. Kumar	Supply Chain (Toothbrush)
V. Ganesh	Customer Service & Logistics

Company Secretary

K. Randhir Singh	Company Secretary & Compliance Officer

Audit Committee

R. A. Shah	Chairperson
P. K. Ghosh	Member
V. S. Mehta	Member
I. Shahani (Dr.)	Member
S. Gopinath	Member
S. Kripalu	Member
K. Randhir Singh	Company Secretary

Nomination & Remuneration Committee

R. A. Shah	Chairperson
V. S. Mehta	Member
S. Gopinath	Member

Stakeholders' Relationship Committee

P. K. Ghosh	Member
I. Bachaalani	Member
M. S. Jacob	Member

Corporate Social Responsibility Committee

I. Shahani (Dr.)	Chairperson
I. Bachaalani	Member
M. Chandrasekar	Member

Risk Management Committee

P. K. Ghosh	Chairperson
V. S. Mehta	Member
S. Gopinath	Member
I. Bachaalani	Member
M. S. Jacob	Member
F. Giwa	Member
M. K. Ajay	Member

New Launches



Colgate Swarna Vedshakti

A premium toothpaste in the natural segment, Colgate Swarna Vedshakti combines the goodness of natural ingredients – Aloe Vera, Clove, Honey, Tulsi, Neem and Amla – with Colgate's oral care expertise to deliver holistic protection against teeth and gum problems.



Colgate Neo

An exquisite, new range of toothbrushes, Colgate Neo comes in six different handle-bristle colour combinations – orange with deep blue bristles, pink with green bristles, blue with green bristles, white with black bristles, green with black bristles, and black with yellow bristles. Colgate Neo is not only high on aesthetics, but is also armed with 3626 high density ultra soft bristles to provide gentle, efficient cleaning.



Colgate MaxFresh Relaunch

The new Colgate MaxFresh is infused with the revolutionary 'Freezestorm' technology, which provides more intense cooling and super freshness, to give the consumer 'Xtra Freshness Like Never Before.'

Highlight Programs



Colgate Scholarship Offer with BYJU'S

Launched in 2009, the Colgate Scholarship Offer strives to give everyone a future to smile about. Every year, since the start of the program, Colgate has been offering scholarships up to ₹ 1 lac each. In the 2017 edition, Colgate stepped up the Scholarship Offer by partnering with the education app BYJU'S to ensure that everyone who buys the offer pack gets a month's subscription of the app. Moreover, keeping in mind those who may not have access to smartphones/tablets, Colgate also created audio lectures for children to benefit from.



Asia Book Of Records

In August 2017, Colgate together with Indian Dental Association (IDA), Rotary Madras, and Sri Ramachandra University, secured an Asia Book of Records entry for the most number of people brushing their teeth together at a single venue at the same time. The event, held in Chennai, was an Oral Health awareness drive that saw a total of 23,615 school children and adults brushing their teeth in the right manner at the same time at the same venue.

Highlight Programs

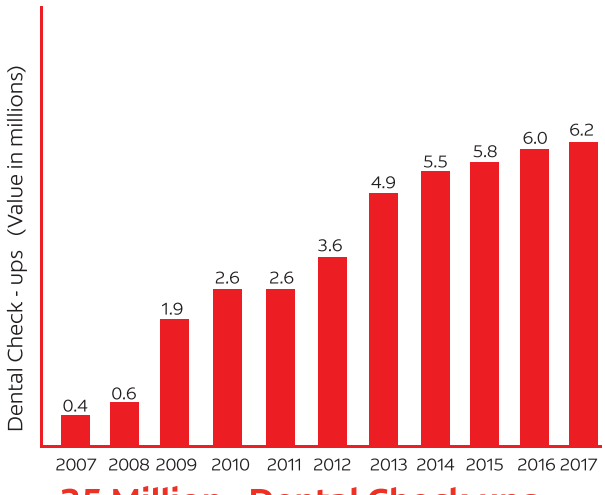


Oral Health Month

The Oral Health Month (OHM) program is an annual, 14-year-old program that is run in partnership with IDA. It offers free dental check-ups and consultation to people across India and has, so far, benefitted over 35 million Indians. Colgate also incorporated in OHM the Pocket Dentist program – a voice-based interactive program through which people can get free oral care tips/guidance over the phone by giving a missed call on a toll free number.

In F.Y. 2017-18, close to 6.2 million free dental check-ups were conducted as part of the OHM program.

Colgate also held a special, two-day OHM camp for Mumbai taxi drivers at the Mumbai International Airport.



35 Million+ Dental Check-ups



Highlight Programs



Amravati Water Launch

Colgate launched its water program in Amravati district of Maharashtra, in partnership with the NGO Water For People-India Trust, with an objective to provide potable water. This launch comes after the successful implementation of Colgate's earlier Save Water initiatives in Bihar and West Bengal.





Partnership with Metro Cash & Carry

Celebrating the World Water Day (March 22) all through the month of March, Colgate partnered with Metro Cash & Carry to drive a Save Water awareness program within 24 Metro stores. Colgate donated money on sale of select Colgate packs at the stores. The contribution will enable Water For People-India Trust to facilitate piped water connections in Amravati district, Maharashtra.

Highlight Programs







Colgate Cut Play & Learn – Jagran partnership

An annual, four-year-old program Colgate Cut, Play & Learn encourages children to create their own stories using the characters printed on the inside of the Colgate Strong Teeth cartons. In every edition, the characters are based on a particular theme.

One of the highlights of the 2017 edition of Colgate Cut, Play & Learn was in the partnership with Dainik Jagran, India's largest circulated newspaper, to extend the program to their reader base in select North India markets, helping the brand drive deep consumer engagement.





Colgate Active Salt Thiruvalluvar pack

Colgate launched a special edition of its Active Salt toothpaste that had stories based on Thirukkurals – couplets by the late Tamil philosopher & poet Thiruvalluvar. The consumer engagement pack was created especially for Tamil Nadu to help celebrate the legacy of Thiruvalluvar.

Made in India, Made for India



Sricity, Andhra Pradesh

Toothbrush Plant

Inaugurated in 2016

LEED Gold Certified by
India Green Building Council

Sanand, Gujarat



Toothpaste Plant

Inaugurated in 2014

LEED Gold Certified by
India Green Building Council



Goa

Toothpaste Plant

Inaugurated in 2009

Baddi, Himachal Pradesh



Toothpaste Plant

Inaugurated in 2005

COLGATE-PALMOLIVE (INDIA) LIMITED

Ten-Year Highlights

₹ In Lakhs

	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16*	2016-17*	2017-18*
A. Operating Results :										
Sales	1,758,16	2,024,65	2,317,40	2,736,17	3,244,51	3,757,38	4,211,20	4,318,98	4,489,85	4,299,89
Other Operating Revenue and Other Income	107,76	98,46	106,80	120,06	129,63	84,25	60,34	69,64	71,47	67,35
Net Profit After Tax	290,22	423,26	402,58	446,47	496,75	539,87	558,98	581,17	577,43	673,37
Total Comprehensive Income**	-	-	-	-	-	-	-	579,98	572,26	674,45
Cash Profits	313,17	460,83	436,83	485,78	540,45	590,62	634,00	691,39	705,50	830,96
B. Financial Position :										
Net Fixed Assets#	178,59	253,14	267,31	329,91	437,46	736,62	943,66	1,092,25	1,305,70	1,332,74
Investments	38,33	21,00	38,74	47,12	47,12	37,13	37,13	31,16	31,16	31,16
Other Assets / (Liabilities) (Net)	4,06	56,56	78,05	58,36	5,01	(173,89)	(210,47)	(92,37)	(63,06)	160,71
TOTAL ASSETS	220,98	330,70	384,10	435,39	489,59	599,88	770,32	1,031,04	1,273,80	1,524,61
Share Capital***	13,60	13,60	13,60	13,60	13,60	13,60	13,60	27,20	27,20	27,20
Reserves and Surplus	202,70	312,51	370,45	421,79	475,99	586,28	756,72	1,003,84	1,246,60	1,497,41
SHAREHOLDERS' FUNDS	216,30	326,11	384,05	435,39	489,59	599,88	770,32	1,031,04	1,273,80	1,524,61
Loan Funds	4,68	4,59	5	-	-	-	-	-	-	-
TOTAL CAPITAL EMPLOYED	220,98	330,70	384,10	435,39	489,59	599,88	770,32	1,031,04	1,273,80	1,524,61
C. Equity Share Data :										
Earnings Per Share (₹) ***	21.34	31.12	29.60	32.83	36.53	39.70	41.10	21.37	21.23	24.76
Dividend Per Share (₹) ***	15.00	20.00	22.00	25.00	28.00	27.00	24.00	10.00	10.00	24.00
Number of Shares (in Lakhs)	13,60	13,60	13,60	13,60	13,60	13,60	13,60	27,20	27,20	27,20
Number of Shareholders (in '000s)	1,26	1,24	1,26	1,22	1,29	1,32	1,35	1,81	1,76	1,69

Including Capital Advances

* The figures reported for F.Y. 2015-16, F.Y. 2016-17 and F.Y. 2017-18 are Ind AS compliant.

** Total Comprehensive Income is required to be reported under Ind AS for F.Y. 2015-16, F.Y. 2016-17 and F.Y. 2017-18 and hence not reported for earlier years which are IGAAP compliant.

*** Issue of bonus shares in the ratio 1:1 during F.Y. 2015-16. Consequently number of shares has increased from 13.60 Lakhs to 27.20 Lakhs that is reflected in Earnings Per Share and Dividend Per Share from F.Y. 2015-16 onwards.

Previous year's figures have been re-grouped to conform with current year's presentation, wherever applicable.

Notice

COLGATE-PALMOLIVE (INDIA) LIMITED

Registered Office:
Colgate Research Centre,
Main Street, Hiranandani Gardens,
Powai, Mumbai 400 076
CIN - L24200MH1937PLC002700
Email : investors_grievance@colpal.com
Website : www.colgatepalmolive.co.in

NOTICE is hereby given that the Seventy-Seventh Annual General Meeting of COLGATE-PALMOLIVE (INDIA) LIMITED will be held on Thursday, July 26, 2018 at 3.30 p.m. at Mayfair Banquet, 254-C, Dr. Annie Besant Road, Worli, Mumbai, 400 030 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Reports of the Directors and the Auditors thereon.

2. To appoint a Director in place of Mr. Jacob Sebastian Madukkakuzy (DIN: 07645510), who retires by rotation and, being eligible, seeks re-appointment.

3. To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, and pursuant to the resolution passed by the Members at the Seventy-Sixth Annual General Meeting held on August 3, 2017, the appointment of M/s. SRBC & Co LLP, Chartered Accountants (Firm Registration No. 324982E / E300003) as the Statutory Auditors of the Company until the conclusion of the Eighty-First Annual General Meeting, be and is hereby ratified and the Board of Directors be and are hereby authorised to fix the remuneration payable to them for the period commencing from the Financial Year ending March 31, 2019 to the Financial Year ending March 31, 2022, as may be determined by the Audit Committee in consultation with the Statutory Auditors."

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT Ms. Sukanya Kripalu (DIN: 06994202), who was appointed as an Additional Director (Non-executive Director) of the Company with effect from June 1, 2018 by the Board of Directors and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (the 'Act') and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

   RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule IV to the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Ms. Sukanya Kripalu (DIN: 06994202), who has submitted a declaration that she meets the criteria for independence and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from June 1, 2018 up to May 31, 2023."

By Order of the Board

K. Randhir Singh
Company Secretary &
Compliance Officer
(Membership No. F-6621)

Place: Mumbai
Date : May 21, 2018

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF ONLY ON A POLL AND A PROXY NEED NOT BE A MEMBER. **HOWEVER, A PERSON APPOINTED AS A PROXY MAY**

ACT ON BEHALF OF SUCH MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. THE INSTRUMENT APPOINTING A PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 4 to the notice is appended hereto.

   A brief resume of Mr. Jacob Sebastian Madukkakuzy, who seeks his re-appointment as a Director, has also been appended hereto.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, July 20, 2018 to Thursday, July 26, 2018 (both days inclusive).

4. Members are requested to send all communications relating to shares, unclaimed dividends, change of address, etc. to the Registrars & Share Transfer Agents of the Company, at their address: M/s. Link Intime India Private Limited, C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400 083.

5. Members are requested to notify immediately any change in their addresses to the Registrars & Share Transfer Agents of the Company at the above address, if shares are held in physical form, and to their respective depository participants, if shares are held in electronic mode.

6. The Company, following the introduction of the Depository System ('DS'), entered into agreements with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'). The Members, therefore, have the option of holding and dealing in the shares of the Company in dematerialized form through NSDL or CDSL.

7. The DS aims to eliminate several problems inherent in the scrip-based system such as bad deliveries, fraudulent transfers, mutilation of share certificates, etc. Simultaneously, DS offers several advantages like exemption from stamp duty, elimination of the concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc.

8. To prevent fraudulent transactions, we urge the Members to exercise due diligence and notify the Company of any change in address / stay abroad or demise of any Member as soon as possible. Members are requested not to leave their demat account dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

9. Electronic Clearing Service ('ECS') enable the quick receipt of dividend without the potential for loss or delay in postal transit. Members who are not already enrolled in ECS are requested to fill in the form which is available either on the Company's website or with the Company's Registrars & Share Transfer Agents and forward the same to the Company's Registrar & Share Transfer Agents if the shares are held in physical form and to the applicable Depository Participant in case the shares are held in dematerialized form.

10. During the Financial Year 2017-18, unclaimed dividends declared for the years 2009-10 and 2010-11 in the amounts of ₹ 31,53,640/-, ₹ 47,56,860/- and ₹ 33,51,980/- have been transferred to the Investor Education and Protection Fund ('IEPF') on May 24, 2017, October 03, 2017 and February 17, 2018, respectively.

    Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 which came into force from September 7, 2016 (including any amendment thereto or re-enactment thereof for the time being in force), all equity shares in respect of which dividend has not been paid or claimed by the Member(s) for seven consecutive years or more are required to be transferred to the IEPF Authority, a Fund constituted by the Government of India under Section 125 of the Companies Act, 2013. The Company has communicated individually to the concerned Members to claim their unpaid / unclaimed dividend amount(s) and that failure to claim the same would lead to their equity shares being transferred to the IEPF Authority without any further notice. In accordance with the aforesaid IEPF Rules, during the Financial Year 2017-18, the Company has transferred shares pertaining to interim dividends which remained unpaid and unclaimed, being declared for the years 2009-10 and 2010-11, to the IEPF Authority.

The unclaimed dividends and corresponding shares including all benefits accruing on such shares, if any, once transferred to the IEPF Authority can only be claimed back from the IEPF Authority, for which details are available at www.iepf.gov.in

The details of Members whose dividends have remained unclaimed / unpaid for seven consecutive years have been placed on the website of the Company. Members are requested to refer to the "Investor" section on the website of the Company at http://www.colgateinvestors.co.in/shareholder-information/unclaimed-dividends

11. The Company has designated an exclusive e-mail ID called investors_grievance@colpal.com to redress Members' complaints / grievances. In case you have any queries / complaints, then please write to us at investors_grievance@colpal.com. The Company has nominated Mr. K. Randhir Singh, Company Secretary & Compliance Officer, as its Nodal Officer for the purpose of co-ordination with the IEPF Authority and the contact details of the Nodal Officer is available on Company's website.

12. Members desirous of asking any questions at the Annual General Meeting are requested to send their questions to the Company so as to reach the Company at least 10 days before the Annual General Meeting so that the same can be suitably replied.

13. Voting Instructions:

The Company is providing remote e-Voting facility. Members who have not cast their vote through remote e-Voting shall be allowed to vote at the ensuing Annual General Meeting (AGM) through poll.

The Members who have cast their vote by remote e-Voting shall not be entitled to cast their vote again at the AGM, however, such Members will be entitled to attend the AGM. If any Member casts votes through both modes (i.e. remote e-Voting and through poll) then votes cast through remote e-voting only will be counted.

Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Members are provided with the facility to cast their vote electronically, through the remote e-Voting services provided by National Securities Depository Limited (NSDL) on all the resolutions set forth in this Notice.

A. The instructions for remote e-Voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to log in to the NSDL e-Voting website

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a computer, laptop or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder' section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can login at https://eservices.nsdl.com with your existing IDEAS login details. Once you login to NSDL e-services after using your login credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 character DP ID followed by 8 digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'

(i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, your 'initial password' is provided in the following format at the bottom of the Attendance Slip of the 77th AGM sent with the Annual Report:

EVEN (e-Voting Event Number)	USER ID	PASSWORD / PIN

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com

b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number / folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are mentioned below:

How to cast your vote electronically on NSDL e-Voting system

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After clicking on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Select "EVEN" of Company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

   Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members / Shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizer@snaco.net with a copy marked to evoting@nsdl.co.in

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-Voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or contact Ms. Pallavi Mhatre, Assistant Manager, NSDL, at telephone no. +91 22 2499 4545 or email id: evoting@nsdl.co.in

B. Any person who acquires shares of the Company after the dispatch of the Notice of 77th AGM and holding shares as of the cut- off date i.e. July 19, 2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. If you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password / PIN for casting your vote.

C. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).

D. The remote e-Voting period commences on Monday, July 23, 2018 (8 a.m. IST) and ends on Wednesday, July 25, 2018 (5 p.m. IST). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday, July 19, 2018, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, Member shall not be allowed to change it subsequently. Remote e-Voting shall not be allowed beyond the said date and time.

E. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Thursday, July 19, 2018.

F. The Company has appointed Mr. S. N. Ananthasubramanian, Practicing Company Secretary (Membership No. F-4206) to act as the Scrutinizer for the 77th AGM. Scrutinizer will ensure that the remote e-Voting process is conducted in a fair and transparent manner.

G. The Scrutinizer shall, immediately after the conclusion of the voting at the AGM, first count the votes casted at the AGM and thereafter unblock the votes cast through remote e-Voting in the presence of at least two (2) witnesses not in the employment of the Company and make within a period not exceeding three (3) days from the conclusion of the AGM, a consolidated Scrutinizers' Report of the total votes cast in favour or against, on each resolution, to the Chairman, or an authorized person by him, of the Company.

H. The results shall be declared after receiving consolidated Scrutinizers' Report from the Scrutinizer. The results declared along with the Scrutinizers' Report shall be placed on the Company's website www.colgatepalmolive.co.in and on the websites of Stock Exchanges and NSDL.

I. The resolutions shall be deemed to be passed on the date of the AGM, subject to receipt of sufficient votes through a compilation of Voting results (i.e. remote e-Voting and the voting held at the AGM).

Annexure to the Notice

Details of Director seeking re-appointment:

Mr. Jacob Sebastian Madukkakuzy joined the

Company in 1995 and progressed to higher positions in the Organization. In 2003, moved to C-P Thailand as Associate Finance Director and subsequently moved to C-P Vietnam as the Finance Director. In 2009 he moved on to become the Finance Director for the Asia Division where he led several initiatives to drive profitable growth. Mr. Jacob Sebastian Madukkakuzy was appointed as a Whole-time Director of the Company designated as "Whole-time Director & Chief Financial Officer (CFO)" for a term of five years effective from October 28, 2016. As per the terms of his appointment he is liable to retire by rotation and being eligible he is seeking re-appointment. The details as required in Regulation 36(3) of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirement) Regulations, 2015 are mentioned below:

Name of the Director	Mr. Jacob Sebastian Madukkakuzy
DIN	07645510
Date of Birth	June 17, 1969
Nationality	Indian
Qualification	Commerce graduate from Bombay University and Chartered Accountant from the Institute of Chartered Accountants of India.
Expertise in specific areas	Mr. Jacob Sebastian Madukkakuzy is having experience of more than 21 years and has served through leadership roles in Finance at Colgate-Palmolive Company's subsidiaries.
Date of Appointment	October 28, 2016.
Number of shares held in Colgate-Palmolive (India) Limited	Nil
Directorship / Chairmanship / Membership on the Board of other Companies	Nil
Relationships between Directors inter-se	There is no inter-se relationship between Mr. Jacob Sebastian Madukkakuzy, other Members of the Board and Key Managerial Personnel of the Company.
Terms of Appointment	5 years
Number of Board meetings attended	6

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 4

The Board of Directors in its meeting held on May 21, 2018, based on the recommendation of the Nomination & Remuneration Committee, had appointed Ms. Sukanya Kripalu (DIN: 06994202), as an Additional Director of the Company effective June 1, 2018. Pursuant to Section 161 of the Companies Act 2013 (the Act), Ms. Sukanya Kripalu will hold such office up to the date of this Annual General Meeting and is eligible to be appointed as Director of the Company. The Company has, in terms of Section 160 of the Act, received, in writing, a notice from a Member, proposing the candidature of Ms. Sukanya Kripalu for the office of Director.

The Company has received from Ms. Sukanya Kripalu declarations under Section 149(7) of the Act confirming that she meets the criteria prescribed for Independent Directors under of Section 149(6) of the Act as well as provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR). Ms. Sukanya Kripalu has also furnished to the Company (i) Consent to act as Director in DIR-2 pursuant to Rule 8 of Companies (Appointment and qualification of Directors) Rules, 2014 and (ii) Declaration in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164 of the Act.

In the opinion of the Board, Ms. Sukanya Kripalu fulfils the conditions for her appointment as a Non-executive & Independent Director as prescribed under the Act and Rules made thereunder as well as Regulation 16 of the SEBI LODR. Ms. Sukanya Kripalu is independent of the Management. Accordingly, it is proposed to appoint Ms. Sukanya Kripalu as a Non-executive & Independent Director on the Board of the Company for a period of five (5) consecutive years effective June 1, 2018 and not liable to retire by rotation. In the opinion of the Board, the Company will immensely benefit from the varied experience and knowledge of Ms. Sukanya Kripalu. The terms and conditions of appointment of Ms. Sukanya Kripalu as a Non-executive & Independent Director shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days, except Public holidays, Saturday and Sunday, up to the date of the Annual General Meeting.

The following information about Ms. Sukanya Kripalu is provided pursuant to Regulation 36(3) of SEBI LODR and Secretarial Standard - 2 :

Name of the Director	Ms. Sukanya Kripalu
DIN	06994202
Date of Birth	30-10-1960
Nationality	Indian
Qualification	Ms. Sukanya Kripalu is graduate from St. Xavier's College and the Indian Institute of Management, Calcutta.
Expertise in specific areas	Ms. Sukanya Kripalu is a consultant in the fields of marketing, strategy, advertising and market research. Her experience includes working with leading corporates like Nestle India Limited, Cadbury India Limited and Kellogg's India. She was also the CEO of Quadra Advisory, a WPP group company.
Date of Appointment	June 1, 2018
Number of shares held in Colgate-Palmolive (India) Limited	Nil
Directorship/Chairmanship/ Membership on the Board of other Companies	**Directorship:** Aditya Birla Fashion and Retail Limited, Huhtamaki PPL Limited, Ultratech Cement Limited, and Aditya Birla Health Insurance Co. Limited. **Chairmanship:** Nomination and Remuneration Committee of Aditya Birla Fashion and Retail Limited, and Aditya Birla Health Insurance Co. Limited. **Membership:** Audit Committee: Aditya Birla Fashion and Retail Limited. Stakeholders Relationship Committee: Aditya Birla Fashion and Retail Limited, and Ultratech Cement Limited. Nomination and Remuneration Committee: Huhtamaki PPL Limited, Aditya Birla Fashion and Retail Limited, and Aditya Birla Health Insurance Co. Limited
Relationships between Directors inter-se	There is no inter-se relationship between Ms. Sukanya Kripalu, other Members of the Board and Key Managerial Personnel of the Company.
Terms of Appointment	5 years
Number of Board meetings attended	Nil

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, except Ms. Sukanya Kripalu, to whom the resolution relates, are concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

The Board recommends the resolution set forth in Item No. 4 of the Notice for the approval of the Members.

By Order of the Board

K. Randhir Singh
Company Secretary & Compliance Officer
(Membership No. F-6621)

Place: Mumbai
Date : May 21, 2018

Report of the Directors

To,
The Members
Colgate-Palmolive (India) Limited

Your Directors are pleased to present their Report and Audited Financial Statements of the Company for the year ended March 31, 2018.

1. Financial Results

(₹ Crore)

	F.Y. 2017-18	F.Y. 2016-17
Total Revenue (a+b+c)	**4,367.24**	4,560.01
Sales (Including Excise Duty) (a)	**4,299.89**	4,489.85
Other Operating Revenue (b)	**28.53**	30.35
Other Income (c)	**38.82**	39.81
Profit before Tax from ordinary activities	**994.68**	851.43
Profit before Taxation	**983.03**	851.43
Tax Expense	**309.66**	274.00
Profit for the year	**673.37**	577.43
Other Comprehensive Income (net of Tax)	**(1.08)**	5.17
Total Comprehensive Income	**674.45**	572.26
Balance brought forward	**843.82**	595.27
Profit available for appropriation	**674.45**	572.26
Balance transferred to Retained Earnings from Share Options Outstanding Account	**1.62**	3.65
Appropriation :		
Dividend	**(353.58)**	(271.99)
Dividend Distribution Tax	**(71.98)**	(55.37)
Balance carried forward	**1,094.33**	843.82

2. Business Performance

Reported Net Sales (incl. excise duty) for the F.Y. 2017-18 stood at ₹ 4,299.89 crores against the ₹ 4,489.85 crores of previous year. Excluding the impact of implentation of GST, Net Sales increased by 5.3% in comparison to the previous year. Reported Net Profit after tax for the F.Y. 2017-18 was ₹ 673.37 crores, an increase of 17% over the previous year. Excluding the impact of tax reversals and exceptional items, Net Profit after tax for the F.Y. 2017-18 increased by 15% over the previous year.

Your Company continues to maintain its leadership position in both the Toothpaste and Toothbrush categories, with volume market shares at 53.4% and 44.8% respectively during the F.Y. 2017-18.

3. Dividend

Your Company's Board declared four interim dividends, aggregating to ₹ 24/- per share, for the Financial Year 2017-18. The first interim dividend of ₹ 4/- per share was declared in October 2017, the second interim dividend of ₹ 4/- per share was declared in December 2017, the third interim dividend of ₹ 5/- per share was declared in March 2018 and the fourth interim dividend of ₹ 11/- per share was declared in May 2018. The first three interim dividends were paid on November 10, 2017, December 29, 2017, April 3, 2018 respectively and the fourth interim dividend will be paid on June 15, 2018. Having declared four interim dividends, your Company's Board has not recommended a final dividend for the Financial Year 2017-18.

4. Colgate is # 1 'Most Trusted Brand' in India (7th consecutive year)

Colgate has yet again emerged as the #1 'Most Trusted Brand' in India across categories in The Economic Times Brand Equity Most Trusted Brand Survey for the year 2017. This is the 7th consecutive year that Colgate has been voted as the #1 'Most Trusted Brand'. Colgate is the only brand to feature in the top three ranks from 2001-2017 since inception of the survey. This has been possible only due to the trust of our consumers that helps us "Keep India Smiling!"

5. Focus on Innovation and New Launches

Your Company is focused on delivering insight-driven innovation that provides value-added new products across all price points.

In F.Y. 2017-18, this innovation has led to the launch of the following products:

In the Toothpaste category:

Colgate Swarna Vedshakti: This premium toothpaste in the 'Naturals' category was launched in select markets and is now being rolled out more broadly across the country. Colgate Swarna Vedshakti blends the goodness of Indian natural ingredients of Aloe Vera, Clove, Honey, Tulsi, Neem and Amla with Colgate's oral care expertise, and effectively delivers holistic oral care.

Colgate MaxFresh with Cooling Crystals - New Xtra Fresh: In the freshness segment, your Company has re-launched Colgate MaxFresh with Cooling Crystals with a new formula powered with breakthrough cooling technology that provides more intense cooling and a super fresh experience.

In the Toothbrush category:

Colgate Neo: An aesthetically designed toothbrush, Colgate Neo is available in 6 exciting and differentiating handle bristle colour combinations. Its ultra soft bristles gently cleans your teeth. With 3,626 high density bristles, Colgate Neo comes in premium packaging which stands out from other toothbrushes.

6. Colgate's 'Keep India Smiling' initiatives

Your Company is continuously striving towards instilling good oral care habits such as brushing at least twice a day, especially among the rural population of India and children who are the future of our Country. Some of the Company's initiatives in this regard are described below:

Pocket Dentist: Most people in rural India have never visited a dentist and have no access to reliable dental advice. As a part of our efforts to 'Keep India Smiling', Colgate is using a mobile missed call service to provide consumers in rural India with real time access to free professional oral care advice. Pocket Dentist received multiple honours at the India Digital Media Awards (IDMA) in June 2017. It is currently live in Uttar Pradesh, and is run in partnership with Indian Dental Association (IDA). It detects multiple dialects and responds to the 30 most common oral health questions to address 91% of rural dwellers' oral health problems in areas where over 80% of rural households may only have access to basic mobile phones. Villagers can access 'Pocket Dentist' with a free of charge missed call. This program is over and above the Oral Health Month program which is Colgate India's flagship program to improve the oral health of people.

Asia Book of Records: Colgate, in partnership with IDA, Sri Ramachandra University (SRU) and Rotary International District 3232, made a proud entry in the Asia Book of Records, for 'Most People Brushing their Teeth together'. Aimed at educating people about oral hygiene and the right techniques for brushing, the event witnessed a total 23,615 people – including school children and adults – brushing their teeth in the right manner, at the same time and at the same venue (SRU grounds, Chennai), using Colgate Toothpaste and Colgate Toothbrushes.

7. Sustainability

Your Company is committed to doing business with integrity and respect for all people, and for the world around. Achieving economic, social and environmental performance in today's business climate requires a long term sustainability strategy that is executed with discipline year after year. Colgate's sustainability strategy is focussed on the three areas of People, Performance and Planet.

I. People: Promoting healthier lives, Contributing to the Communities where we live and work:

- Your Company is committed to continuously improve employees' health and reduce their health risks and encouraging healthier living for employees and their families.
- Colgate employees have been provided with free health check-up facilities coupled with various 'Live Better' initiatives for promoting healthy lifestyle.

II. Performance: Growing the business with innovative, more sustainable products that make the lives of consumers healthier and more enjoyable:

- Your Company endeavours to improve the sustainability profile of new products and product updates, drive sustainability with breakthrough product and process innovation, increase the recyclability of our packaging and increased recycled content, have a positive impact by expanding access to affordable health and wellness products for millions of people in underserved communities and use the power of our brands to build awareness and drive engagement in product sustainability.

III. Planet: Conserving Earth's finite resources, addressing climate change and maintaining the well-being of our planet for generations to come:

- Your Company is committed to address environmental issues key to the Company such as energy use, carbon emissions, water use and waste generation as well as deforestation.
- Colgate has robust policies in place for sustainable use of and environmentally sound disposal of waste generated during our processes and making every drop of water count and reducing our impact on the climate and the environment. More information on conservation of energy and measures undertaken by your Company are mentioned in Annexure-3 to this report.

8. Responsibility Statement

Pursuant to Section 134 sub-section (3)(c) read with sub-section (5) of the Companies Act, 2013, your Company's Directors, based on the representations received from the Management, confirm that:

a) in the preparation of the Annual Accounts for the Financial Year ended March 31, 2018, the applicable Accounting Standards have been followed and that no material departures have been made from the same;

b) they have, in selection of the accounting policies, consulted the statutory auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit of the Company for that period;

c) to the best of their knowledge and information, they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) they have prepared the Annual Accounts on a going concern basis;

e) they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

9. Corporate Governance

A separate report on Corporate Governance along with the Auditors' Certificate on its compliance with the corporate governance requirements under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") are attached as Annexure - 1 to this Report.

10. Corporate Social Responsibility (CSR)

Your Company is engaged in a variety of corporate social activities which focus on promoting oral health, education, skills building and enhancing access to water. These social

initiatives reflect your Company's core values of caring, global team work and continuous improvement. These initiatives are carried out through a variety of effective programs in accordance with the requirements of Schedule VII of the Companies Act, 2013, by the Company's employees in partnership with reputed NGOs.

The Board of Directors and the CSR Committee closely review and monitor from time to time all the CSR activities undertaken by the Company.

The following are the key CSR Programs undertaken by your Company during the Financial Year 2017-18:

i) Bright Smiles, Bright Futures™

ii) Oral Health Month

iii) Read India program with Pratham

iv) Education & Women Empowerment program with Seva Mandir

v) A Positive Step program with NTP+

vi) "Saksham" program

vii) Water program with WFP India Trust

viii) Education Program with Action Aid

A detailed description of the above programs / activities is contained in the Annual CSR Report attached as Annexure-2 to this Report.

The contents of the CSR Policy as well as the CSR programs undertaken by the Company are available on the Company's website at https://www.colgatepalmolive.co.in/core-values/community-responsibility.

11. Employee Relations

The employee relations in the Company continued to remain healthy, cordial and progressive in F.Y. 2017-18.

At Colgate, we consider every employee as one of the most valuable resources contributing towards the long term success of the Company. Our employees are committed to acting with compassion, integrity, honesty and high ethics in all situations. As per Colgate's core values, all employees are treated with equality and fairness and provided with opportunities to develop their career aspirations while working with the Company in India and, where possible, outside of India on assignments with group companies of Colgate.

Your Company has zero tolerance towards any kind of harassment, including sexual harassment, or discrimination. Your Company has constituted an Internal Complaints Committee (ICC) to investigate and resolve sexual harassment complaints. Employees are encouraged to speak up and report any such incidences to the ICC. Your Company has also implemented a Policy on Prevention of Sexual Harassment which is reviewed by the ICC at regular intervals. Any complaint made to the ICC is treated fairly and confidentially.

There were nil pending complaints brought forward from previous F.Y. 2016-17. During the Financial Year 2017-18, no complaints were received, investigated and resolved by the ICC. There were no pending complaints at the end of the F.Y. 2017-18.

Your Company also recognizes and follows "Managing with Respect Principles" which are applicable not only within Colgate but also while its employees are dealing with its customers, suppliers, vendors etc. Managing with Respect is the way Colgate people put our values into action. It is creating an environment where people feel free to offer suggestions, contribute ideas and resources and help grow the business. Managing with Respect creates an environment where people genuinely care about each other and work well together to reach their full potential.

12. Trade Relations

During the year, the implementation of the Goods & Service Tax ("GST") Act in India required some key transitions to the existing business systems, invoices, input tax credit requirements, compliance of GST rules etc. Your Directors wish to record their appreciation of the continued, unstinted support and co-operation, especially provided during this transition period of GST implementation by its retailers, stockists, suppliers, clearing and forwarding agents and all other business partners, which resulted into seamless business operations. Your Company will continue to build and maintain a strong bond with its business partners and trade associates.

13. Particulars of Employees

Information as per Section 197 of the Companies Act, 2013 (the 'Act') read with the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Report as Annexure-6.

The statement containing the names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the aforementioned Rules are available for inspection at the Registered Office of the Company during business hours on any working day of the Company up to the date of 77th Annual General Meeting.

14. Energy Conservation, Technology Absorption and Foreign Exchange

The information required under Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earnings / outgo is appended hereto as Annexure-3 and it forms part of this Report.

15. Directors and Key Managerial Personnel

During the year, following changes took place in the Board of Directors and the Key Managerial Personnel (in the order of their occurrence):

i) Resignation of Mr. M. Karnataki as Associate Director - Legal & Company Secretary and Compliance Officer effective August 31, 2017, as he decided to pursue his career outside Colgate;

ii) Appointment of Mr. K. Randhir Singh as Company Secretary and Compliance Officer of the Company effective February 23, 2018;

iii) Resignation of Mr. J. K. Setna as Non-executive & Independent Director of the Company effective March 31, 2018, due to personal reasons.

Your Board places on record its appreciation for the outstanding contribution and guidance provided by Mr. J. K. Setna during his long tenure as an Independent Director of the Company and also for the valuable contribution of Mr. M. Karnataki during his tenure as the Associate Director - Legal & Company Secretary and Compliance Officer of the Company.

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, the Board of Directors of your Company, based on the recommendation of the Nomination & Remuneration Committee, appointed Ms. Sukanya Kripalu as an Additional Director of the Company effective June 1, 2018 and she shall holds office up to the date of the ensuing Seventy-Seventh Annual General Meeting. The Company has received declarations from Ms. Kripalu confirming that she meets with the criteria of independence as prescribed both under Section 149(6) of the Act and under Regulation 16(1)(b) of the SEBI Listing Regulations. Accordingly, her candidature for appointment as an Independent Director of the Company is included at Item No. 4 of the Notice of Seventy-Seventh Annual General Meeting. A notice has been received from a member proposing Ms. Kripalu as a candidate for the office of Director of the Company.

All the other Independent Directors (except Ms. Shyamala Gopinath) were appointed by the Members for a term of five consecutive years effective July 25, 2014.

Ms. Shyamala Gopinath was appointed by the Members for a term of five consecutive years effective July 30, 2015.

None of the Independent Directors are liable to retire by rotation.

The Independent Directors of your Company have given a declaration that they meet the criteria of independence as prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

Mr. Issam Bachaalani, Managing Director, Mr. M. S. Jacob, Whole-time Director & CFO, Mr. Chandrasekar Meenakshi Sundaram, Whole-time Director and Mr. K. Randhir Singh, Company Secretary & Compliance Officer are the Key Managerial Personnel of the Company.

A detailed profile of all the directors of your Company is available on the website www.colgatepalmolive.co.in

16. Familiarization Program

Your Company has been regularly familiarizing the Independent Directors on its Board with detailed presentations by its business functional heads on the Company operations, strategic business plans, new products and technologies. A detailed description of the familiarization programs extended to the Independent Directors during the Financial Year are disclosed on the Company website at http://www.colgateinvestors.co.in/policies.

17. Policies

The Board of Directors of your Company from time to time has framed and approved various Policies as per the applicable Acts, Rules, Regulations and Standards for better governance and administration of your Company. Some of the important Policies that were framed by your Board include the following:

i) Nomination & Remuneration Policy: This policy sets the objective, terms of reference, functions and scope of the Nomination & Remuneration Committee for determining qualifications, experience, independence etc. relating to the appointment and remuneration for the Directors, Key Managerial Personnel and Senior Management employees of the Company.

ii) Corporate Social Responsibility ('CSR') Policy: This policy sets out the role of the CSR Committee of the Board of Directors, which includes identification of the areas where the CSR activities will be performed, evaluation of CSR activities, review the CSR spending vis-a-vis the activities implemented and monitoring the process of CSR projects / programs of the Company.

iii) Risk Management Policy: This policy provides the framework for identification of risks of the Company, risk assessment and prioritization, loss prevention measures and other risk management measures for the Company.

iv) Related Party Transactions Policy: This policy regulates the entry into transactions between the Company and its related parties along with the required corporate approvals as per the laws and regulations applicable to the Company from time to time.

v) Policy on Determination of Materiality of Event or Information: This Policy lays down the criteria for determining the materiality of an event or information of the Company for purposes of making required disclosures to the stock exchanges pursuant to the SEBI Listing Regulations.

vi) Records Management Policy: This policy establishes general guidelines for retaining, preserving and archiving important documents and information.

vii) Code of Conduct for dealing in the Company's Securities: Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has framed a Code of Conduct on prohibition of insider trading.

viii) Dividend Distribution Policy: This policy describes the circumstances under which a Member may or may not expect a dividend and the financial parameters and internal and external factors which are considered by the Board of Directors for declaration of dividend.

18. Committees

The Board of Directors of your Company has established various Board Committees to assist in discharging their duties. These include the Audit Committee, the Nomination & Remuneration Committee, the Risk Management Committee, the Stakeholders' Relationship Committee and Corporate Social Responsibility Committee. The Board has approved the terms of reference for each of these committees. All the committees of the Board hold their meetings at regular intervals and make their recommendations to the Board from time to time.

The broad terms of reference of the said Committees are stated in the Corporate Governance Report.

19. Annual Performance Evaluation by the Board

Pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has carried out an Annual Performance Evaluation of its own performance, the Directors individually as well as the evaluation of the working of the Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

20. Vigil Mechanism

Your Company has an effective Vigil Mechanism system which is embedded in its Code of Conduct. The Code of Conduct of your Company serves as a guide for daily business interactions, reflecting your Company's standard for appropriate behaviour and living corporate values. The Code of Conduct applies to all Colgate people, including Directors, Officers, and all employees of the Company. Even your Company vendors and suppliers are also subject to the Third Party Code of Conduct requirements as adherence to the same, to the extent applicable, is a prerequisite for conducting business with your Company.

The Code of Conduct Hotline is available on the Company's website to report any concerns about unethical behaviour, any actual or suspected fraud or violation of Company's Code of Conduct. No adverse action will be taken against anyone for complaining about, reporting, participating or assisting in the investigation of a suspected violation of the Code of Conduct, unless the allegation made or information provided is found to be intentionally false.

21. Loan, Guarantees and Investment

Particulars of loans, guarantees and investment made by the Company pursuant to Section 186 of the Act are given in the Notes to the Financial Statements.

22. Related Party Contracts & Arrangements

All related party transactions done by the Company during the Financial Year were at arm's length and in ordinary course of business. All related party transactions were reviewed and approved by the Audit Committee. During the Financial Year 2017-18, your Company has not entered into any material related party transaction as per the SEBI Listing Regulations with any of its related parties. Disclosures pursuant to the Accounting Standards on related party transactions have been made in the notes to the Financial Statements. To regulate related party transactions, the Company has also framed a policy on related party transactions and the same is available on the Company's website.

As there were no related party transactions which were not in the ordinary course of the business or not on arm's length basis and also since there were no material related party transactions as stated above, disclosure under Section 134(3)(h) in Form AOC-2 of the Act is not applicable.

23. Auditors

M/s. SRBC & Co LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No. 324982E/ E300003), were appointed as Statutory Auditors of the Company at the 76th Annual General Meeting held on August 3, 2017, for a period of five consecutive years from the conclusion of the 76th Annual General Meeting until the conclusion of the 81st Annual General Meeting, subject to ratification by Members of the Company at every Annual General Meeting to be held thereafter. However, in terms of the notified amended provisions of the Act regarding ratification of appointment of Statutory Auditors, your Company has placed an ordinary business item No. 3 in the Notice of the 77th Annual General Meeting for their ratification by the Members until the conclusion of the 81st Annual General Meeting without requiring yearly ratification thereof.

The Audit report for the Financial Year 2017-18 does not contain any qualification, reservation or adverse remarks.

24. Secretarial Auditor & Secretarial Audit Report

The Board had appointed M/s. S. N. Ananthasubramanian & Co., Company Secretaries in Whole-time Practice, to carry out the Secretarial Audit under the provisions of Section 204 of the Act, 2013. The report of the Secretarial Auditor in Form MR-3 is annexed to this report as Annexure-4. The Secretarial Auditors' Report for the Financial Year 2017-18 does not contain any qualification, reservation or adverse remarks.

25. Extract of Annual Return

Pursuant to the Section 92(3) of the Act, the extract of the annual return in Form MGT-9 is annexed to this report as Annexure-5.

26. Business Responsibility Report

The Business Responsibility Report for the Financial Year 2017-18, as stipulated under Regulation 34 of the SEBI Listing Regulations is annexed to this report as Annexure-7.

27. Significant and Material Orders passed by the Regulators or Courts

During the Financial Year 2017-18, there were no significant or material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and operations of the Company in the future.

28. Compliance with Secretarial Standards

Your Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board and General Meetings.

29. Adequacy of Internal Financial Controls

Your Company has an adequate and talented team of internal auditors that oversees the internal financial processes, policies, and recommends robust internal financial controls from time to time. These internal financial controls help to put in place checks on the implementation of the internal financial controls, policies & procedures that are adopted by the Company for ensuring an orderly and efficient conduct of its business. These internal financial controls help in safeguarding of assets, prevention & detection of frauds and / or errors, maintaining the accuracy and completeness of the accounting & financial records. These controls help in the timely preparation of transparent, complete and accurate financial information and statements as per the laid down accounting standards and principles. The Audit Committee of your Company evaluates the internal financial controls system periodically.

30. Acknowledgements

Your Directors wish to convey their deepest appreciation for the unstinted dedication, professionalism, commitment and resilience displayed by the Company's employees at all levels and business partners, customers, vendors etc. Your Directors also wish to express their gratitude towards the Shareholders for their continued trust, support and confidence.

On behalf of the Board

R. A. Shah	Issam Bachaalani
Vice-Chairman	Managing Director
(DIN: 00009851)	(DIN: 06975320)
M. S. Jacob	M. Chandrasekar
Whole-time Director & CFO	Whole-time Director
(DIN: 07645510)	(DIN: 07667965)

Place: Mumbai
Date : May 21, 2018

Corporate Governance Report

Your Company has a strong foundation that reflects Colgate's values and established standards governing our ethical behaviour. Your Company continues to place great emphasis on the principles of Corporate Governance. Our pursuit towards achieving good governance is an on-going process. The Company fully complies with the requirements under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

I. Company's Philosophy on Code of Governance

Your Company believes that good Corporate Governance is essential for achieving long-term corporate goals and enhancing stakeholder value. At the core of your Company's philosophy on Corporate Governance is a strong emphasis on transparency, accountability and integrity. Your Company has set high standards of ethical behaviour. All directors and employees are bound by a Code of Conduct that sets forth the Company's policies on important issues, including its relationship with Customers, Suppliers, Contract Manufacturers, Shareholders and Government.

II. Composition of Board

a) The Board of Directors of the Company ('Board') has an optimum combination of Executive, Non-executive & Independent Directors including Women Directors. As of March 31, 2018, the Board comprises of three Whole-time Directors (the Managing Director and two Executive Directors) and seven Non-executive Directors including the Chairman of the Board. Six of the seven Non-executive Directors are Independent Directors. Accordingly, the composition of the Board is in conformity with the SEBI Listing Regulations.

Except the Non-executive Directors and the Managing Director, all the remaining Directors are liable to retire by rotation.

During the Financial Year 2017-18, six (6) Board Meetings were held on the following dates:

Sr. No.	Dates
1.	May 15, 2017
2.	August 03, 2017
3.	October 16, 2017
4.	December 11, 2017
5.	February 5, 2018
6.	March 12, 2018

The table below contains the information on the Board of Directors:

1. Board Meetings and Annual General Meeting attendance;
2. Composition of the Board and Directorships Committee positions in other Companies; and
3. Other relevant details.

Name of Director	Category	No. of Board Meetings during F.Y. 2017-18		Attendance at Last AGM	No. of other Directorships excluding Private Limited Companies, Section 8 Companies, & Foreign Body Corporates	No. of Memberships of other Board Committees[#]	No. of other Board Committees of which the Director is a Chairperson
		Held	Attended				
Mr. V. Nambiar	Non-executive & Non-Independent	6	5	Yes	-	-	-
Mr. R. A. Shah	Non-executive & Independent	6	6	Yes	9	8	4
Mr. P. K. Ghosh	Non-executive & Independent	6	6[$]	Yes	-	-	-

Name of Director	Category	No. of Board Meetings during F.Y. 2017-18		Attendance at Last AGM	No. of other Directorships excluding Private Limited Companies, Section 8 Companies, & Foreign Body Corporates	No. of Memberships of other Board Committees#	No. of other Board Committees of which the Director is a Chairperson
		Held	Attended				
Mr. J. K. Setna*	Non-executive & Independent	6	3	No	-	-	-
Mr. V. S. Mehta	Non-executive & Independent	6	6$	No	7	1	1
Dr. (Ms.) I. Shahani	Non-executive & Independent	6	3	Yes	4	7	1
Ms. S. Gopinath	Non-executive & Independent	6	5	Yes	5	5	1
Mr. I. Bachaalani	Executive	6	6	Yes	-	-	-
Mr. M. S. Jacob	Executive	6	6	Yes	-	-	-
Mr. M. Chandrasekar	Executive	6	6	Yes	-	-	-

Membership of Audit Committee and Stakeholders' Relationship Committee are taken into consideration.

$ Includes participation via video conference / telepresence.

* Ceased to be a Non-Executive & Independent Director effective close of working hours as of March 31, 2018.

Note: None of the Directors are related to each other.

b) Other than Mr. P. K. Ghosh, who holds 14,676 equity shares (including joint holdings) of the Company as of the Financial Year ended March 31, 2018, no other Non-executive & Independent Directors hold any shares in the Company.

Other than Mr. M. Chandrasekar, who holds 400 equity shares as of the Financial Year ended March 31, 2018, no other Executive Directors hold any equity shares in the Company.

c) Familiarisation Programme for Independent Directors

The Company conducts familiarisation programs for Independent Directors with regard to their roles, rights, responsibilities towards the Company, the business operations of the Company, etc. Descriptions of the familiarisation programs extended to the Independent Directors during the year are disclosed on the Company website from time to time at http://www.colgateinvestors.co.in/policies

d) The last Annual General Meeting of the Company was held on August 03, 2017.

III. Committees of the Board

i) Audit Committee

As of March 31, 2018, the Audit Committee consists of six Non-executive & Independent Directors. The Members of the Committee are well versed in finance matters, accounts, company law and general business practices.

During the Financial Year 2017-18, four (4) Audit Committee Meetings were held on the following dates:

Sr. No.	Dates
1.	May 15, 2017
2.	August 03, 2017
3.	October 16, 2017
4.	February 05, 2018

The constitution and attendance details of the Audit Committee are as under:

Name of Director	Title	No. of Audit Committee Meetings during F.Y. 2017-18	
		Held	Attended
Mr. R. A. Shah	Chairperson	4	4
Mr. P. K. Ghosh	Member	4	4
Mr. J. K. Setna*	Member	4	3
Mr. V. S. Mehta	Member	4	4
Dr. (Ms.) I. Shahani	Member	4	1
Ms. S. Gopinath	Member	4	4

* Ceased to be a Non-Executive & Independent Director effective close of working hours as of March 31, 2018.

The Chairman of the Board, Managing Director, Whole-time Directors, Chief Financial Officer, Legal Director, Internal Auditor and the Statutory Auditors are invitees to the Meetings.

Mr. K. Randhir Singh acts as the Secretary to the Committee effective February 23, 2018.

The role of the Audit Committee is as follows:

a) To review any change in accounting policies and practices;

b) To confirm whether major accounting entries are based on exercise of judgments by management;

c) To oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

d) To recommend the appointment, remuneration and terms of appointment of auditors of the Company;

e) To check whether there are any qualifications made in the draft Auditors' Report;

f) To review whether there are any significant adjustments arising out of audit;

g) To confirm whether the accounts are prepared on going concern basis;

h) To confirm whether the accounts are prepared by applying applicable accounting standards;

i) To review whether the Financial Statements comply with the Stock Exchange and Legal requirements;

j) To check whether there are any related party transactions which may have potential conflict with the interests of the Company;

k) To discuss with the auditors whether they have any post audit concerns;

l) To check whether there are any defaults in payment to creditors and shareholders;

m) To evaluate internal financial controls and risk management systems of the Company;

n) To review the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and to report the matter to the Board; and

o) To approve the appointment of the CFO (i.e. the Whole-time Finance Director or any other person heading the Finance function or discharging that function) after assessing the qualifications, experience, background, etc. of the candidate.

ii) Stakeholders' Relationship Committee

During the Financial Year 2017-18, two (2) Stakeholders' Relationship Committee (SRC) Meetings were held on the following dates:

Sr. No.	Dates
1.	December 11, 2017
2.	March 12, 2018

The constitution and attendance details of the SRC are as follows:

Name of Director	Title	No. of SRC Meetings during F.Y. 2017-18	
		Held	Attended
Mr. J. K. Setna*	Chairperson	2	0
Mr. P. K. Ghosh$	Member	2	2
Mr. I. Bachaalani	Member	2	2
Mr. M. S. Jacob	Member	2	2

* Ceased to be a Non-Executive & Independent Director effective close of working hours as of March 31, 2018.

$ Includes participation via video conference / telepresence.

Mr. K. Randhir Singh, is the Company Secretary & Compliance Officer of the Company effective February 23, 2018. Prior to Mr. K. Randhir Singh following officials of the Company were the Compliance Officer of the Company:

1) Mr. M. S. Jacob, Whole-time Director & CFO (up to Februrary 22, 2018).

2) Mr. M. Karnataki, Associate Director - Legal & Company Secretary (up to August 31, 2017).

During the Financial Year 2017-18, 229 complaints were received from Members / Investors, the details of which are as follows:

Nature of complaints	Number of complaints received	Number of complaints redressed
Non-receipt of dividends	45	45
Non-receipt of shares lodged for transfer / transmission, on account of capital reduction, etc	159	157*
Others	25	25
Total	**229**	**227**

* Two complaints were pending to be redressed as at March 31, 2018, have been subsequently redressed as on the date of this report.

In general, all complaints have been resolved to the satisfaction of the complainants except for disputed cases and sub-judice matters, which will be resolved upon their final disposal by the Courts or by authorities before whom they are pending.

The role of SRC is as follows:

a) To note the minutes of the Share Transfer Committee Meetings;

b) To note the synopsis of the complaints received and redressed;

c) To approve allotment of shares, if any;

d) To consider and resolve the grievances of the security holders; and

e) To address other important issues related to Members.

iii) Corporate Social Responsibility Committee

During the Financial Year 2017-18, two (2) Corporate Social Responsibility (CSR) Committee Meetings were held on the following dates:

Sr. No.	Dates
1.	May 08, 2017
2.	December 11, 2017

The constitution and attendance details of the CSR Committee are as follows:

Name of Director	Title	No. of CSR Committee Meetings during F.Y. 2017-18	
		Held	Attended
Dr. (Ms.) I. Shahani	Chairperson	2	2
Mr. I. Bachaalani	Member	2	2
Mr. M. Chandrasekar	Member	2	2
Ms. P. Sharma	Member	2	2

The role of the CSR Committee is as follows:

a) To identify and recommend to the Board, the programs to be carried out during the Financial Year;

b) To carry out evaluation of the CSR activities;

c) To review and monitor the CSR programs undertaken by the Company;

d) To review and monitor the spending on the CSR activities;

e) To give inputs to enhance quality of the CSR activities;

f) To develop new areas for CSR activities; and

g) To seek advice from external experts or consultants on CSR related matters.

iv) Risk Management Committee:

During the Financial Year 2017-18, two (2) Risk Management Committee (RMC) Meetings were held on the following dates:

Sr. No.	Dates
1.	October 16, 2017
2.	March 12, 2018

The constitution and attendance details of the RMC are as follows:

Name of Director	Title	No. of RMC Meetings during F.Y. 2017-18	
		Held	Attended
Mr. P. K. Ghosh$	Chairperson	2	2
Mr. V. S. Mehta$	Member	2	2
Ms. S. Gopinath	Member	2	2
Mr. I. Bachaalani	Member	2	2
Mr. M. S. Jacob	Member	2	2
Mr. F. Giwa	Member	2	2
Mr. M. K. Ajay	Member	2	1

$ Includes participation via video conference/telepresence

The Board of Directors has adopted a Risk Management Policy to assess and manage the risks and potential threats to the Company.

The role of RMC is as follows:

a) To identify, assess and mitigate the existing as well as potential risks to the Company and to recommend the strategies to the Board to overcome them;

b) To develop and implement action plans to mitigate risks;

c) To oversee at such intervals as may be necessary, the adequacy of Company's resources to perform its risk management responsibilities and achieve its objectives;

d) To review on a half-yearly basis the Company's performance against the identified risks of the Company;

e) To formulate strategies towards identifying any areas that may materially affect the Company's overall risk exposure and to review the Risk Management Policy;

f) To regularly review the risk management framework for the critical operations of the Company; and

g) To perform such other activities related to the Risk Management Policy as requested by the Board of Directors or to address issues related to any significant subject within its term of reference.

v) Nomination & Remuneration Committee

During the Financial Year 2017-18, four (4) Nomination & Remuneration Committee (NRC) Meetings were held on the following dates:

Sr. No.	Dates
1.	May 15, 2017
2.	October 16, 2017
3.	February 05, 2018
4.	March 12, 2018

The constitution and attendance details of the NRC are as follows:

Name of Director	Title	No. of NRC Meetings during F.Y. 2017-18	
		Held	Attended
Mr. R. A. Shah	Chairperson	4	4
Mr. V. S. Mehta$	Member	4	4
Mr. V. Nambiar	Member	4	3

$ Includes participation via video conference/telepresence

The Committee has adopted a policy relating to the appointment and remuneration of Directors, Key Managerial Personnel and Senior Management employees.

The role of NRC is as follows:

a) To make recommendations on the appointment and remuneration of Directors on Board, Key Managerial Personnel and Senior Management to the Board of Directors;

b) To carry out an evaluation of every director's performance;

c) To review Board succession plans; and

d) To formulate the criteria for determining qualifications, positive attributes and independence of directors.

IV. Remuneration of Directors

a) Executive Directors

The Nomination & Remuneration Policy is directed towards rewarding performance. It is aimed at attracting and retaining high potential talent. The Company has an incentive compensation plan which is linked to performance and achievement of the Company's objectives. The Company has no

stock option scheme relating to its shares. However, the stock options of the Parent Company i.e. Colgate-Palmolive Company, USA are allotted to selected employees. For more information on share based compensation, refer Note No. 36 to the Financial Statements. The Nomination & Remuneration Committee of the Company, inter-alia, evaluates the performance of the Executive Directors and the remuneration payable to the Executive Directors and Senior Management employees.

A summary of the remuneration paid to the Executive Directors of the Company during the year ended March 31, 2018 is given below:

Sr. No.	Particulars of Remuneration	Name of MD/WTD			Total Amount (₹ In Lakhs)
		I. Bachaalani#	M. S. Jacob	M. Chandrasekar	
1.	Gross Salary (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	4,66.52	95.5	1,04.77	6,66.79
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961#	3,34.17	77.3	81.55	4,93.02
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Option &	81.26	1,39.71	15.93	2,36.91
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of profit - Others specify Executive Incentive Compensation Plan / Bonus	- 1,19.16	- 40.34	- 56.28	- 2,15.78
5.	Others, please specify: Employer contribution to Provident Fund	26.78	11.45	12.56	50.79
Total		**10,27.89**	**3,64.30**	**2,71.09**	**16,63.29**
Ceiling as per Section 198 of the Companies Act, 2013					**100,02.64**

- Includes tax equalization allowance related to taxes arising in a foreign jurisdiction solely as a result of the Executive Director's expatriate status.

& - Includes exercise of stock options and of restricted 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 compensation plan.

Note:

i. Other than Mr. M. Chandrasekar, who holds 400 equity shares, no other Executive Director holds any shares in the Company.

ii. The appointment of each of the three Executive Directors is as per the employment agreements executed / to be executed between each Executive Director and the Company. As per the said agreements, the Company and the Executive Director are each entitled to terminate the agreement at any time by giving ninety days' advance notice in writing to the other party without the necessity of showing any cause, and, in case of the Company, by payment of ninety days' salary as compensation in lieu of such notice.

b) Non-executive & Independent Directors

The Company has no pecuniary relationship or transaction with its Non-executive & Independent Directors other than payment of sitting fees for attending the meetings of the Board and its Committees, including meetings of Independent Directors, and payment of commission as approved by the Members. In addition, the Company pays fees for professional services rendered by a firm of Solicitors and Advocates of which Mr. R. A. Shah, Non-executive & Independent Director, is a Partner. The fees are not material in nature.

The Members of the Company, at the Annual General Meeting held on August 3, 2017, approved payment of commission to the Independent Directors not exceeding 1% of the Net Profit subject to a maximum limit of ₹ 10,00,000/- (Rupees Ten Lakhs only) per annum, to each of the Independent Directors, for a period of three years commencing from April 01, 2016.

During the year 2017-18, one (1) meeting of the Independent Directors was held on March 12, 2018.

A summary of the remuneration paid to the Non-executive & Independent Directors in the Financial Year 2017-18 is below:

(₹ In Lakhs)

Sr. No.	Particulars	R. A. Shah	P. K. Ghosh	J. K. Setna	V. S. Mehta	I. Shahani (Ms.)	S. Gopinath (Ms.)
a)	Sitting Fees	9.25	9.25	4.80	9.75	3.95	7.95
b)	Commission*	10.00	10.00	10.00	10.00	10.00	10.00
	Total	**19.25**	**19.25**	**14.80**	**19.75**	**13.95**	**17.95**

* Commission pertains to Financial Year 2016-17.

V. Annual Performance Evaluation of the Board

Pursuant to the applicable provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI Listing Regulations, in Financial Year 2017-18, the Board carried out an evaluation of the performance of the Board, its Committees and the individual Directors. Performance was evaluated based on parameters such as the composition and quality of Board, the effectiveness of Board / Committees, the processes and functioning of the Board, the contributions of the Directors, the Board culture, the fulfilment of key responsibilities, and ethics and compliance. Structured questionnaires covering the above competency areas were completed by each Director. The outcome of the evaluation was reviewed and analysed by the Nomination & Remuneration Committee as well as by the Board of Directors. The results of the evaluation indicate a high level of satisfaction with the performance of the Board.

VI. General Body Meetings

A brief summary of last three Annual General Meetings (AGM) held and special resolutions passed at them, if any, is given below:

Financial Year	Date	Location of the Meeting	Time	No. of Special Resolution(s) passed at the AGM
2014-15	July 30, 2015	Birla Matushri Sabhagar, New Marine Lines, Mumbai	3.30 p.m.	1
2015-16	August 08, 2016	Shri Bhaidas Manganlal Sabhagriha, Mumbai	3.30 p.m.	1
2016-17	August 03, 2017	Shri Bhaidas Manganlal Sabhagriha, Mumbai	3.30 p.m.	2

a) In the 74th Annual General Meeting held on July 30, 2015, a Special Resolution was passed to adopt the new set of Articles of Association in substitution of the earlier Articles of Association of the Company.

b) In the 75th Annual General Meeting held on August 8, 2016, a Special Resolution was passed to keep and maintain the Registers of Members and other related books / documents at the Registered Office of the new Registrars & Share Transfer Agents, M/s. Link Intime India Private Limited, at C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai 400 078.

c) In the 76th Annual General Meeting held on August 3, 2017, the following two Special Resolutions were passed:

   i. To authorise the Board to set the commission payable to each Non-executive Independent Director in an amount not exceeding 1% per annum of the net profits of the Company in any Financial Year, and not exceeding ₹ 10.00 (ten) Lakhs per annum, for a period of 3 years commencing from April 1, 2016.

   ii. To keep and maintain the Registers of Members and other related books / documents at the new Registered Office of the Company's Registrars & Share Transfer Agents, M/s. Link Intime India Private Limited, at C 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400 083.

d) No Special Resolution through postal ballot was passed during the F.Y. 2017-18. As on the date of this Report, there are no special resolutions proposed to be conducted through Postal Ballot.

VII. Means of Communication

a) Publication of quarterly results

Quarterly, half yearly and annual financial results of the Company are published in widely circulated national newspapers such as Financial Express, Free Press Journal, The Hindu Business Line and Navshakti in vernacular language as required under Regulation 47 of the SEBI Listing Regulations.

b) Website

The Company's website contains a separate dedicated section for "Investors" which provides comprehensive information for Members like copies of the Annual Report, quarterly, half yearly and annual financial results, Stock Exchange filings, corporate governance policies and descriptions about the Company, the Board of Directors and Management. Members may visit the website at www.colgatepalmolive.co.in

c) Filings with Stock Exchange

All periodical compliances required to be filed with the stock exchanges, such as the Corporate Governance Report, Shareholding Pattern and other corporate announcements, are filed electronically with the National Stock Exchange of India Limited and BSE Limited.

d) Presentation(s) to Analysts and Institutional Investors:

Presentations are made annually to analysts and institutional investors and the same are displayed on the Company's website.

VIII. General Shareholder Information:

a) 77th Annual General Meeting

Day, Date and Time	Thursday, July 26, 2018 at 3.30 p.m.
Venue	Mayfair Banquet, 254-C, Dr. Annie Besant Road, Worli, Mumbai, 400 030.
Record Date	N.A.
Date of Book Closure	Friday, July 20, 2018 to Thursday, July 26, 2018 (both days inclusive)
Financial Calendar	The Company follows the April-March period as its Financial Year. The financial results for every quarter beginning from April are declared within 45 days from the end of the quarter except for the last quarter, for which the results are declared within 60 days i.e. on or before May 30 as permitted under the SEBI Listing Regulations.

b) Dividend Payment Dates

For the Financial Year 2017-18, the Company declared and paid four interim dividends as detailed below:

Dividend for 2017-18	Payment Dates
First Interim	November 10, 2017
Second Interim	December 29, 2017
Third Interim	April 3, 2018
Fourth Interim	June 15, 2018

c) Listing on Stock Exchanges

The Company's shares are listed on the following Stock Exchanges:

Name of the Stock Exchange	Stock Code	ISIN (International Securities Identification Number)
BSE Limited, Mumbai (Physical & Demat)	500830	INE259A01022
National Stock Exchange of India Limited, Mumbai (Physical & Demat)	COLPAL	INE259A01022

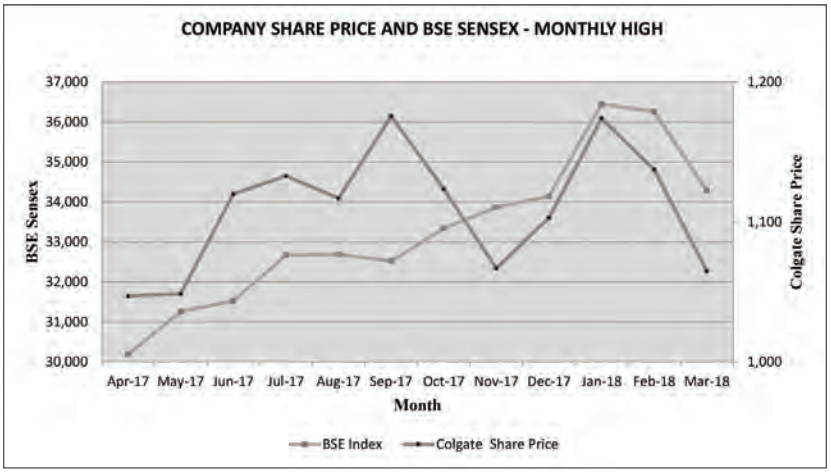
Company has paid the annual listing fees for the Financial Year 2017-18.

d) Market Price Data

The monthly high and low quotations of the Company's shares traded on BSE Limited and National Stock Exchange of India Limited, Mumbai are as follows:

Month	BSE Limited		National Stock Exchange of India Limited	
	High (₹)	Low (₹)	High (₹)	Low (₹)
Apr 2017	1047.05	980.00	1047.80	980.00
May 2017	1048.70	970.00	1049.00	966.75
Jun 2017	1120.00	1009.55	1123.70	1009.15
Jul 2017	1132.90	1059.75	1138.90	1055.10
Aug 2017	1117.00	1028.00	1119.00	1027.50
Sep 2017	1175.50	1050.35	1178.35	1050.00
Oct 2017	1123.45	1026.30	1126.00	1026.00
Nov 2017	1067.00	1016.80	1067.00	1015.10
Dec 2017	1103.00	1022.50	1103.50	1022.00
Jan 2018	1174.00	1086.00	1174.00	1084.85
Feb 2018	1137.25	1031.00	1139.95	1029.00
Mar 2018	1065.00	1022.50	1070.00	1020.90

Performance in comparison to BSE Sensex



e) Registrars and Share Transfer Agents

The Company's Registrars and Share Transfer Agents (RTA) are:

M/s. 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

For any assistance regarding dematerialisation of shares, share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares, please write to our RTA at the aforesaid address.

The e-mail ID, investors_grievance@colpal.com, has been created for redressal of investor complaints and the same is disclosed on the Company's website.

For the benefit of Members, documents will also be accepted at the Registered Office of the Company during working hours between Monday to Friday (9:00 a.m. to 5:00 p.m.), except public holidays:

Address for correspondence with the Company:

Colgate-Palmolive (India) Limited
CIN: L24200MH1937PLC002700
Colgate Research Centre, Main Street,
Hiranandani Gardens, Powai,
Mumbai - 400 076
Tel : 91-22-6709 5050
Website : www.colgatepalmolive.co.in

For the convenience of our investors, in addition to their above mentioned registered office, our RTA will accept share transfer documents and other related documents at the following locations:

Location	Address
Ahmedabad	5th Floor, 506 to 508, Amarnath Business Centre 1 (ABC-1), beside Gala Business Centre, Nr. St. Xavier's College Corner, Off CG Road, Navrangpura, Ahmedabad - 380 009 Tel / Fax : 079-26465179 E-mail : ahmedabad@linkintime.co.in
Coimbatore	Surya 35, Mayflower Avenue, behind Senthil Nagar, Sowripalayam Road, Coimbatore 641 028 Tel / Fax : 0422-2314792 E-mail : coimbatore@linkintime.co.in
Kolkata	59 C, Chowringhee Road, 3rd Floor, Kolkata - 700 020 Tel : 033-22890540 Fax : 033-22890539 E-mail : kolkata@linkintime.co.in
New Delhi	44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase I, Near PVR Naraina, New Delhi - 110 028 Tel / Fax : 011-41410592/93/94 E-mail : delhi@linkintime.co.in
Pune	Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001 Tel : 020-26161629 Fax : 020-26163503 E-mail : pune@linkintime.co.in
Vadodara	B-102 & 103 Shangrila Complex, 1st Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390 020 Tel : 0265-2356573 Fax : 0265-2356791 E-mail : vadodara@linkintime.co.in

f) Share Transfer System

Applications for transfer of shares held in physical form are received at the office of the Registrars & Share Transfer Agents of the Company. All valid transfers are processed and registered within 15 days from the date of receipt.

Shares held in dematerialised form are electronically traded through the Depositories. The Registrars & Share Transfer Agents of the Company periodically receive updated beneficiary holdings from the Depositories so as to enable them to update their records and send corporate communications, dividend warrants and other documents to beneficiaries.

Requests for dematerialisation of physical shares are processed and completed within a period of 21 days from the date of receipt, provided they are in order in every respect. Bad deliveries are immediately returned to Depository Participants under advice to the Members.

g) Shareholding Pattern (as at March 31, 2018)

Category of Shareholders	Number of Shares	% of Total Shares
Promoter and Promoter Group (A)	**13,87,12,672**	**51.00**
Public Shareholding (B)		
Mutual Funds	1,34,68,764	4.95
Alternate Investment Funds	4,66,967	0.17
Foreign Portfolio Investor	3,44,45,169	12.66
Financial Institutions/Banks	6,53,548	0.24
Insurance Companies	2,34,64,559	8.63
Foreign Banks	400	0.00
UTI	6,625	0.00
Central Government/State Government	5,38,186	0.20
Individuals	5,12,36,331	18.84
Any Other (comprises of following categories)	89,92,413	3.31
- IEPF		
- Trusts		
- Foreign Nationals		
- Hindu Undivided Family		
- Non-Resident Indians (Non Repatriate)		
- Non-Resident Indians (Repatriate)		
- Foreign Portfolio Investor		
- Overseas Body Corporates		
- Clearing Member		
- Bodies Corporate		
Total Public Shareholding	**13,32,72,962**	**49.00**
Total Shareholding (A+B)	**27,19,85,634**	**100.00**

Distribution of Shareholding (as at March 31, 2018)

Description	Holders			
	Folios	%	Shares	%
1 - 500	1,47,498	87.14	1,35,55,645	4.98
501 - 1000	9,170	5.42	67,77,236	2.50
1001 - 2000	6,108	3.61	88,22,727	3.24
2001 - 3000	3,393	2.00	87,50,380	3.22
3001 - 4000	792	0.47	27,86,243	1.02
4001 - 5000	624	0.37	28,14,541	1.03
5001 - 10000	1,192	0.71	74,18,366	2.73
10001 & above	476	0.28	22,10,60,496	81.28
Total	**1,69,253**	**100.00**	**27,19,85,634**	**100.00**

h) Dematerialisation of shares and liquidity (as at March 31, 2018)

Particulars of Equity Holding	Equity Shares of ₹ 1/- each	
	Number	% of Total
Dematerialized form:		
NSDL	25,56,87,030	94.00
CDSL	95,61,141	3.52
Sub-total	**26,52,48,171**	**97.52**
Physical form	67,37,463	2.48
Total	**27,19,85,634**	**100.00**

The equity shares of the Company are permitted to be traded only in dematerialized form with effect from April 5, 1999.

i) Outstanding GDRs / ADRs / Warrants or any convertible instruments

There are no outstanding GDRs / ADRs / Warrants or any convertible instruments as at March 31, 2018.

j) Commodity Price Risk or Foreign Exchange Risk & Hedging activities

Please refer Note No. 38B of the Notes to the Financial Statements.

k) Plant Locations

Location	Address
Baddi, Himachal Pradesh	Plot No 78, EPIP Phase 1, Jharmajri, Baddi, District Solan, Himachal Pradesh 174 103
Kundaim, Goa	Plot Nos. 154, 158 & 160, Kundaim Industrial Estate, Kundaim, Goa 403 115
Sanand, Gujarat	Plot No SM-02, Sanand - II, GIDC Industrial Area, Near BOI, Village Sanand, Gujarat 382 170
Sricity, Andhra Pradesh	6000 Central Expressway, Sricity, Satyavedu (M), Chittoor District, Andhra Pradesh 517 646

IX. Management Discussion and Analysis Report

The Management Discussion and Analysis Report is appended to this report.

X. Disclosures:

a) Policy on dividend distribution:

Pursuant to Regulation 43A of the SEBI Listing Regulations, the Company has formulated a policy on dividend distribution which was approved by the Board at its Meeting held on March 27, 2017, and the same is available on the Company's website: http://www.colgateinvestors.co.in/policies

b) Policy on materially significant related party transactions:

- During the Financial Year, there were no materially significant related party transactions that may have potential conflict with the interests of the Company at large. Refer to Note No. 35 to the Financial Statements for disclosure of related parties.
- The Company has formulated policy on related party transactions. This policy has been placed on the Company's website: http://www.colgateinvestors.co.in/policies

c) Policy on determination of materiality of event or Information:

In accordance with the requirements of the SEBI Listing Regulations, the Company has formulated a policy on determination of materiality of events which is available on the Company's website: http://www.colgateinvestors.co.in/policies This policy prescribes 'quantitative' and 'qualitative' criteria for determining the materiality of an event.

d) Policy for Record Management:

The Company has framed a Record Management Policy for preservation of documents. This policy establishes general guidelines for retaining, preserving and, archiving of important documents and information.

The Archival policy which forms part of the Records Management Policy, has been placed on the Company's website: http://www.colgate investors.co.in/policies

e) Policy for Prohibition of Insider Trading:

In line with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for prohibition of insider trading. Mr. K. Randhir Singh, Company Secretary, is the Compliance Officer for the purpose of this policy. This policy has been placed on the Company's website: http://www.colgateinvestors.co.in/policies

f) The Company has adopted a Code of Conduct for its Directors, Senior Management and employees. The Code of Conduct of the Company serves as a guide for daily business interactions, reflecting the Company's standards for appropriate behaviour and its corporate values.

The Code of Conduct has been communicated to the Company's Directors, Senior Management and employees and each of them and they have affirmed compliance with the same. A certificate from Mr. Issam Bachaalani, Managing Director, to this effect has been obtained.

g) The Company has an effective Vigil Mechanism system which is embedded in its Code of Conduct. The Colgate-Palmolive Ethics Line phone number and email address are available on the Company's website at http://www.colgateinvestors.co.in/policies to report any suspected conduct, violations of the law, or activities in conflict with the Company's Code of Conduct.

h) The Company has complied with the requirements of regulatory authorities on capital markets and no penalty / stricture was imposed on the Company during the last three years.

XI. Compliance with Discretionary Requirements:

The Company has separate positions for the Chairperson and the Managing Director of the Company.

XII. Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification:

As required under Regulation 17(8) of the SEBI Listing Regulations, the CEO and CFO of the Company have certified the accuracy of the financial statements, cash flow statement and adequacy of internal control systems for financial reporting for the year ended March 31, 2018.

Declaration

The Company has made adequate disclosures as required under Regulations 17 to 27 and Clause (b) to (i) of Sub-Regulation (2) of Regulation 46 of the SEBI Listing Regulations.

For ***Colgate-Palmolive*** (India) Limited
I. Bachaalani
Managing Director
(DIN: 06975320)

Place: Mumbai
Date : May 21, 2018

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members of Colgate-Palmolive (India) Limited
Colgate Research Centre,
Main Street, Hiranandani Gardens,
Powai, Mumbai - 400076

1. The accompanying Corporate Governance Report prepared by Colgate-Palmolive (India) Limited (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') with respect to Corporate Governance for the year ended March 31, 2018. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Members of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 1 above.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both

issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of key procedures performed include

   i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors w.r.t executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Directors Register as on March 31, 2018 and verified that atleast one women director was on the Board during the year;

   iv. Obtained and read the minutes of the following committee meetings held from April 1, 2017 to March 31, 2018:

   (a) Board of Directors meetings;

   (b) Audit committee meetings;

   (c) Annual General meeting;

   (d) Nomination and Remuneration Committee meetings;

   (e) Stakeholders Relationship Committee meetings;

   (f) Independent directors meeting;

   (g) Risk Management Committee meetings; and

   (h) Corporate Social Responsibility committee meetings

   v. Obtained necessary representations and declarations from directors of the Company including the independent directors ; and

   vi. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

   The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

8. Based on the procedures performed by us as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2018, referred to in paragraph 1 above.

Other matters and Restriction on Use

9. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

10. This report is addressed to and provided to the Members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S R B C & Co LLP**
Chartered Accountants
ICAI Firm Registration Number:
324982E / E300003

_____

per Jayesh Gandhi
Partner
Membership Number: 037924
Place of Signature: Mumbai
Date: May 21, 2018

Management Discussion and Analysis Report

The Company is tightly focussed in the Personal Care business which includes Oral Care. The Oral Care business accounts for over 95 per cent of the Company's sales turnover. Within Oral Care, the Company competes primarily in the toothpaste, toothbrush and mouthwash categories. For the year ended March 31, 2018, the Company's volume market shares in the toothpaste and toothbrush categories were 53.4% and 44.8%, respectively.

The Company follows a closely defined business strategy to develop and increase market leadership positions in its key products categories. On an on-going basis, management focuses on a variety of key indicators to monitor business health and performance. These indicators include market share, net sales, gross profit margin, operating profit and net profit after tax, as well as measures used to optimize the management of working capital, capital expenditures, cash flow and return on capital. The monitoring of these indicators and the Company's Code of Conduct and corporate governance practices help to maintain business health and strong internal controls.

To achieve its business and financial objectives, the Company focuses on initiatives to drive and fund growth. The Company seeks to capture significant opportunities for growth by identifying and meeting consumer needs within its core categories, through its focus on the introduction of innovative products and the deployment of valuable consumer and shopper insights in the launch of successful new products. To enhance these efforts, the Company has developed key initiatives to build strong relationships with consumers, customers and dental professionals. In addition, the Company has strengthened its capabilities in e-commerce, including by developing its relationships with online-only retailers and enhancing its digital marketing capabilities.

The investments needed to support growth are developed through continuous, Company-wide initiatives to lower costs and increase effective asset utilization. Through these initiatives, which are referred to as the Company's funding-the-growth initiatives, the Company seeks to become even more effective and efficient throughout its businesses. These initiatives are designed to reduce costs associated with direct materials, indirect expenses, distribution and logistics, advertising and promotional materials, among other things, and encompass a wide range of projects, examples of which include raw material substitution, reduction of packaging materials, consolidating suppliers to leverage volumes and increasing manufacturing efficiency through SKU reductions and formulation simplification.

In India, almost one-third of the population does not have access to modern oral care. With its market leadership in the Oral Care category, there is an enormous opportunity for the Company to expand its business as oral care habits improve.

In recent years, the Company has experienced heightened competitive activity, particularly within the Naturals segment. Such activity includes aggressive marketing claims, as well as increased promotional spending and geographic / distribution expansion.

Looking forward, the Company expects the challenging market conditions and favourable macroeconomic conditions to continue. The Company believes it is well prepared to meet the challenges ahead due to its strong financial condition, experience operating in challenging environments and continued focus on the Company's key priorities: growing sales through engaging with consumers, delivering world-class innovation and working with its distributors and retail partners; driving efficiency on every line of the income statement to increase margins; generating strong cash flow performance and utilizing that cash effectively to enhance total shareholder returns; and leading to win by staying true to the Company's culture and focusing on its stakeholders. The Company's commitment to these priorities, together with the strength of the Company's brands, its best-in-class distribution network and its cost-saving initiatives, should position the Company well to increase stakeholder value over the long term.

The Company believes that adequate internal control systems are in place. The discussion on the Company's financial performance, including segment-wise performance, is covered in the Directors' Report. There were no material developments on human resources during the Financial Year 2017-18 and industrial relations continue to be positive. The number of people employed by the Company as on March 31, 2018 was 2363.

Annual CSR Report

1 A brief outline of the Company's CSR policy, including overview of projects or programs undertaken and a reference to the web-link to the CSR policy and projects or programs:

Founded in 1937, Colgate-Palmolive (India) Limited ('Colgate') has always focused on 'Building a Future to Smile About'. Colgate continues to make great strides towards this long-standing commitment, through various programs and partnerships that bring our brands and values to life, across the nation.

Colgate's success is linked to the Company's core values of Caring, Global Teamwork and Continuous Improvement.

Colgate ensures that all its stakeholders, including customers, shareholders, employees, business partners and the national community, are cared for. We work towards protecting the environment, as well as continually improving and enhancing the quality of life of individuals and communities through a multitude of partnerships and associations.

The Colgate family is committed to working together across the country not only to achieve sustained profitable growth but also to bring about a positive impact in the lives of many underserved communities.

At Colgate our priority and objective is to remain focused on delivering innovations, enhancing effectiveness and efficiency, and giving back to the communities where we live and work, in line with our core values.

An overview of the Company's CSR programs / projects are available on the Company's website at http://www.colgateinvestors.co.in/policies and appended hereto.

2	The Composition of the CSR Committee	:	Dr. (Ms.) Indu Shahani (Chairperson) Mr. Issam Bachaalani Mr. M. Chandrasekar Ms. Poonam Sharma
3	Average net profit of the Company for last three Financial Years	:	₹ 833.75 crore
4	Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)	:	₹ 16.67 crore
5	CSR expenditure spent during the Financial Year	:	₹ 16.72 Crore
	a) Total amount to be spent for the Financial Year	:	₹ 16.67 Crore
	b) Amount unspent, if any.	:	Nil

c) Manner in which the amount spent during the Financial Year is detailed below:

₹ in Crores

Sr. No.	CSR Project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or program –wise	Amount spent on the projects or programs	Cumulative expenditure Up to the reporting period	Amount spent: direct or through implementing agency
I.	Bright Smiles, Bright Futures™	Promoting preventive health care	Across India	11.77	12.05	12.05	Direct as well as through implementing agency
II.	Oral Health Month	Promoting preventive health care	Across India	1.90	1.67	1.67	
III.	Read India Program with Pratham	Promoting education	Mumbai, Maharashtra	0.10	0.10	0.10	Through Registered Trust / Society / NGO
IV.	Education & Women Empowerment Program with Seva Mandir	Promoting Education, Empowering Women, Conservation of Natural Resources	Udaipur, Rajasthan	0.65	0.65	0.65	
V.	"A Positive Step Program" with NTP+	Addressing inequalities	Thane, Maharashtra	0.15	0.15	0.15	
VI.	"Saksham" Program with SEEDS & their Implementation Partner IL&FS Skills	Vocational and skills training for upliftment of economically weaker youth	Uttar Pradesh, Bihar & West Bengal	0.50	0.60	0.60	
VII.	Water Program with Water for People, India Trust	Conservation of Natural Resources	Maharashtra	1.20	1.20	1.20	
VIII.	Education Program with Action Aid	Promoting Education	Himachal Pradesh	0.40	0.30	0.30	
	TOTAL			**16.67**	**16.72**	**16.72**	

6. In case the company has failed to spend the two per cent of the average net profit of the last three Financial Years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report : NOT APPLICABLE

The CSR Committee confirms that the implementation and monitoring of the CSR activities is in compliance with the CSR objectives and the CSR Policy of the Company.

1. Colgate Bright Smiles, Bright Futures™ Program:

At Colgate, we understand that oral health plays a significant role in people's overall health. Thus we recognize the importance of a healthy smile and following continued good oral health care practices. Importantly, developing good habits at an early age helps children get a good start towards a lifetime of oral health.

As India's leader in oral care, Colgate is committed to improving children's oral health and considers it as the Company's responsibility to bring healthy, bright smiles to the children of India through oral health awareness and education.

One of the most impactful oral health initiatives by Colgate is Bright Smiles, Bright Futures™ (BSBF). A flagship initiative by the Company, it was created with an aim to spread awareness among children about the correct oral health habits, basic hygiene and diet and reduce the prevalence of dental caries.

Since the inception of the program in 1976, the Company has been delivering oral health education to children by reaching out to influencers – like school teachers and the Anganwadi workers in the community to promote preventive oral care education.

Children between the age group of 6 to 14 years studying in primary schools are taught good oral hygiene habits, the right techniques of brushing with the use of a tooth model and a toothbrush, and the importance of brushing at night through an interactive module where the importance of a good mouth cleaning regimen is strongly instilled in them. At the end of the program, each child is given a 'Dental Health Pack' consisting of a toothpaste and a basic toothbrush, along with attractive charts depicting valuable oral care information in order to encourage these children to brush twice a day and take care of their oral care hygiene. A chart containing oral care information is left in each classroom as a reminder to the children, and for the teachers to reiterate the oral care message. School teachers are trained and provided with a 'Teacher's Guide' to help them instil good oral care habits on an on-going basis. The Teacher's Guide is a detailed booklet that pictorially provides the details of a tooth's anatomy and stages of decay, and the causes of gum diseases to help teachers advocate the importance of healthy teeth.

BSBF has, so far, touched the lives of **145** million plus children between the age of 6 and 14 years in schools across India from inception of the program till now.

In the Financial Year 2017-18 alone, the BSBF program reached 9.5 million children across the Country with oral health education.

2. Oral Health Month:

India's first National Oral Health Survey, which was conducted by the Dental Council of India and the Ministry of Health & Family Welfare, focused on improving the standards of oral health care in India. Colgate, along with Indian Dental Association (IDA), rolled out the Oral Health Month (OHM) in 2004 as a 6-city program with 70 participating dentists to serve this same purpose. OHM promotes the importance of good oral health care and encourages preventive dental check-ups. Spanning two months every year, OHM promotes oral health care by offering free, preventive dental check-ups across the country.

The program was further strengthened with the introduction of mobile vans to service under-privileged areas. OHM has also made oral care check-ups more accessible, and helps to address any in-clinic fears that people may harbour.

The oral care health drive now encompasses free in-clinic dental check-ups, school contact programs, free dental check-ups in mobile dental vans, a retailer outreach program and other community outreach initiatives. In the past 13 years, OHM has grown phenomenally, emerging as a leading campaign for promoting oral health care in India. In the Financial Year 2017-18, in the months of November to January, 35,000 dentists participated in the program across India. In our estimate, this campaign benefitted almost 60 lakh people across the country, contributing actively towards improving oral health care in India in the Financial Year 2017-18.

3. A Positive Step Program with Network in Thane by People Living with HIV (NTP+):

At Colgate, we recognize the seriousness of the HIV/AIDS epidemic and its impact on the workplace and on the society. Our policy focuses on non-discrimination and confidentiality, prevention, access to treatment, partnerships with third parties and providing proactive

organizational support. We work to limit the impact of HIV / AIDS and maintain an environment at Colgate that is conducive to openness and acceptance.

Colgate initiated 'A Positive Step', a program in collaboration with 'Network In Thane By People Living With HIV' (NTP+), a non-governmental organization addressing inequalities and promoting education for HIV infected and affected children.

The program supports the education, nutrition and overall personality grooming of the children with the help of NGO partners. The program started with a handful of children and has grown to now support approximately 100 children.

In the Financial Year 2017-18, the program was focussed on computer literacy and personality development programs for the children under Knowledge Garden initiative (A Creative Library) as per the need assessed. The Knowledge Garden initiative has encouraged and helped children to develop a desire to learn through creative ways.

Every year, Colgate also organizes a special event on 'World AIDS Day', wherein the children are invited to spend a day at Colgate's offices and interact with sponsors, volunteers, and the entire Colgate family. This occasion is also a platform for the children to showcase their talent and for Colgate People to salute their spirit.

Colgate employee volunteers spend their time in engaging with the children through creative and fun based learning sessions, which has helped the children sharpen their skills and confidence to face challenges bravely and positively.

More information about the NGO is available on https://ntpplus.org.

4. Programs with Seva Mandir:

Seva Mandir is a non-profit organization, working in and around Udaipur in Rajasthan in the fields of education, health, empowerment of women and youth, village institutions and natural resource development.

Our association with Seva Mandir has supported programs in various domains like education for children, women empowerment and conservation of natural resources for the marginalized communities in the rural and tribal areas of Udaipur, Rajasthan.

In Financial Year 2016-17, Colgate launched the 'Colgate Seva Mandir Education Scholarship Program' for disadvantaged children from tribal and rural areas of Rajasthan. The children enrolled in this program from tribal and rural areas are primarily girls from disadvantaged families. Through this program, Colgate sponsors the children's school fees, hostel fees, cost for study material, uniforms, travel, special coaching, remedial classes and other support. Children study in Vidya Bhawan School, which focuses on the all-round development of children through both studies and sports and building in them a strong value system through various engaging activities and initiatives.

In the Financial Year 2017-18, academic scores of the sponsored children have progressed a lot as compared to their baseline assessment scores. In addition, with a strong focus on sports, a few girls in the program have qualified for the District and State hockey teams.

Colgate has also helped Seva Mandir and Vidya Bhawan to build better infrastructure and provided facilities for children in the form of well-lit classrooms, uniform residential and storage spaces, availability of safe drinking water, renovation of toilets and washing facilities, availability of computers and infrastructure for libraries, creation of a volley ball court and common areas in some of its hostel campuses. Through this education scholarship program, we aim to provide quality education and an enriching experience to the children so that they look forward to a bright future ahead.

In the Financial Year 2017-18 Colgate has partnered with Seva Mandir to design and support a livelihood program through backyard poultry and floriculture. This program will focus on economic and social empowerment for communities from rural and tribal regions in Udaipur, Rajasthan. The program will comprise of multiple dimensions like identification of beneficiaries, self-help groups formation, technical trainings, collaboration with local communities and identifying market linkages. The program supports the Community with provision of water for irrigation enhancement activities and securing water availability for the program. Currently identification of the beneficiaries based on a feasibility

assessment is in progress. Through this program we aim to empower communities from rural and tribal areas, primarily women, to enhance their economic and social well- being.

Colgate teams volunteer to support the cause and connect with rural communities through annual volunteering with Seva Mandir.

More information about the NGO is available on www.sevamandir.org

5. Read India with Pratham:

Colgate has been associated with Pratham, an NGO working towards providing quality education to the underprivileged children of India. 'Every child in school and learning well' has been Pratham's endeavor since its modest beginnings in Mumbai in 1994. Pratham works to strengthen the Government's effectiveness and efficiency in its role as the provider of primary school education in India. Pratham tries to supplement Government initiatives and not supplant them, primary education being the essential responsibility of the Government.

Colgate has partnered with Pratham under their initiative "Read India". Under this initiative Colgate extends support for education in 10 communities in Mumbai. Employee volunteers teach and engage with the children in these communities through learning camps.

More information about the NGO is available on www.pratham.org

6. Project "Saksham" Program with SEEDS & IL&FS Skills:

Realizing the need to make the future generation more employable, Colgate launched 'Saksham', a pragmatic initiative for social and economic empowerment of the less privileged and marginalized youth through employability linked skill development program. Colgate has partnered with SEEDS and its implementation partner IL&FS Skills to roll out the program. The program was launched in 2016 at Lucknow and aims at empowering the youth of the country by facilitating the right kind of vocational training and supporting them to find employment opportunities, thereby helping them in improving their socio-economic status.

Through an extensive mobilization process, candidates from rural and urban clusters are enrolled for the program. The focus is on enrolling candidates who have the potential and willingness to learn, but are devoid of financial resources, exposure and guidance. The curriculum for the trade is imparted through multimedia enabled content by trained faculty Members. Along with this special attention is given on social and personality grooming of the candidates. Opportunities for experiential learning are provided to the candidates through interactions, engaging sessions and visits by Colgate teams and other people from different walks of life, including business partners. This helps build the confidence of the candidates.

The 'Saksham' journey started with the enrolment of 55 students at Lucknow. The program has now expanded to Kanpur, Varanasi, Allahabad, Moradabad in Uttar Pradesh, Patna in Bihar and Kolkata in West Bengal. Till March 2018, 749 candidates have been enrolled in the program, out of which 548 candidates have been trained and certified and connected with employment opportunities through the NGO and its implementation partners.

More information about the NGO is available on www.seedsimpact.org

7. Water with 'Water for People, India Trust':

Water is one of the key pillars of Colgate's sustainability initiatives. Many programs and initiatives have been carried out within Colgate's manufacturing facilities, which help not only in the recycling, reuse, and zero discharge of water but also in water conservation.

To strengthen our commitment and focus on conservation of water, Colgate has expanded its partnership with Water for People, India Trust, an NGO which has a comprehensive water management approach. During the Financial Year 2017-18, Colgate kicked off the water program for villages in Amravati, Maharashtra. An in-depth feasibility assessment was conducted to shortlist the villages which have multiple challenges with respect to water. The level of water in the local water source starts depleting from the month of February, which results in the local communities, especially the women and girls, having to fetch

water from distant water sources. In addition, there are other challenges like water quality and accessibility. The implementation plan has been made to address these challenges.

The program aims to support projected cumulative coverage of approximately 36 villages over a period of three years. The key components of this program are: water availability, accessibility, quality of water, rain water harvesting and support in sanitation (schools / communities area) and education on hygiene and conservation of water through the WASH Program. Sustainability, partnership of local communities and stakeholders and building capacities are the key strengths of the program.

We aim to build sustainable practices and mechanisms on water conservation through Water for People and bring about a positive impact in the lives of communities in the targeted areas.

More information about the NGO is available on https://www.waterforpeople.org.

8. Education Program with Action Aid:

This program aims to bring positive impact in the lives of the children, especially girl children by empowering them with computer literacy, communication skills and personality grooming, which will enable children to be confident and prepare them to compete in the modern economy.

A feasibility study for the program has been conducted to understand the need and priority areas. It was observed that in spite their of interest in learning, children from rural and less privileged areas lag in computer literacy and communication skills due to the lack of infrastructural support, the distance of schools from villages or other reasons.

In the initial phase, approximately 700 children, primarily girl children, will be taken into the program through a mixed model utilising bal clubs, community schools and government schools. Children will be identified through consultations with parents, teachers, and community partnerships. The enrolment will be drawn largely from children who come from less privileged families, children with disabilities and children raised by single parents. The program is in the stage of baseline data collection currently.

The program will also help sensitize communities, employees and other stakeholders through volunteering initiatives.

More information about the NGO is available on www.actionaidindia.org.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO PROVISIONS OF SECTION 134 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014.

A) Conservation of Energy and Water:

Your Company continues its endeavour to improve energy & water conservation and utilization. Some of the steps taken by the Company for conservation of energy & water at its manufacturing plants during the Financial Year 2017-18 are outlined below:

Sanand Plant

- **Conservation of Energy:**
  - During the past year, Plant had conducted a workshop viz. 'Energy Treasure Hunt' to encourage ideas on energy conservation from its employees. Eminent experts in the field of energy conservation were also invited. This workshop provided some brilliant energy saving proposals. A budget of ₹ 92 Lakhs has been allocated to fund the best proposals. Once these proposals are implemented, it can help in saving around 6.75 Lakhs kWh of electricity on an annual basis.
- **Conservation of Water:**
  - The catchment area for collection of rain water for harvesting was increased by about 20% compared to the previous year. As a result, the rain water harvesting capacity has gone up to about 60,000 M^3/Year based on 2017 rainfall data.
  - Plant had also conducted a workshop viz. 'Water Treasure Hunt' to explore some great water conservation ideas amongst the employees. Many water saving projects were implemented during the past year which resulted in an overall reduction in water usage by about 22%.

Goa Plant

- **Conservation of Energy:**
  - Conventional water transfer pumps are replaced with energy efficient motor pumps (IE3). The efficiency of the pumps is increased from 70% to 93% and reduced the overall power consumption with less maintenance.
  - Passive Harmonic filters are installed on higher loading equipment. This has helped to reduce harmonic power distortion, plant power by 1% (kWh) and improved the overall plant power factor from 0.99 to Unity which has resulted in reduction in the electricity bill.
  - Installed online D'scall unit to the condenser. This has helped to reduce power consumption and increased the efficiency of the chiller.
  - Installed heavy duty energy efficient Tri-Lobe Blower for Aeration Tank. This has helped to reduce power consumption load by 50% and noise level by 10 dBA.
  - CFL lights are replaced with LED Lamps in the emergency and periphery lighting, and flex finishing floor of the plant. This has reduced the finishing lighting load by 50% and overall reduced the lighting load.
- **Conservation of Water:**
  - The catchment area for collection of rain water harvesting was increased by 606 M^2. Rain water harvesting will be around 1,600 M^3/Year based on 2017 rainfall data.
  - Plant has added new condensate recovery line to the Focus Factory.
  - Replaced the existing Retro fitted normal water taps with water saving aerators to reduce water consumption.
  - Plant had conducted 'Water Treasure Hunt' Event. During this event new ideas were generated and implemented.

Baddi Plant

- **Conservation of Energy:**
  - Two non-IBR Boilers were replaced with one IBR Boiler of 2TPH (tonnes per hour). This has resulted savings into power consumption, high speed diesel consumption and also water consumption. Capital investment on IBR Boiler is worth ₹ 45 lakhs.
  - Installed a motion sensor to the lighting system of non-manned areas, which has resulted in energy saving.
  - A few CFL lights were replaced with LED lights resulting in energy savings. Plant has stopped purchasing CFL tube lights and their spare parts, and instead is now purchasing LED lights only.

- **Conservation of Water**
  - Replaced the Utility Softener with a Reverse Osmosis water purification (RO) system for the utility water which has reduced water consumption during regeneration of the softeners, cooling tower make up water and boiler feed water by reducing the TDS value. Capital investment on RO system is ₹ 42 Lakhs
  - The use of ozone sensor circulation water along with the raw water for the utilities purpose has reduced the overall ground water consumption and the load on the Effluent Treatment Plant.

Sricity Plant

- **Conservation of Energy :**
  - The inter-connecting of 850 TR and 450 TR has helped to function with one chiller only instead of running with two chillers. This initiative has helped to achieve an annual savings of about 936 MWh in power consumption and 1000 kl in water consumption.
  - Thermal jackets are placed on all moulding machine heaters to improve surface insulation and reduce radiation losses which reduced load on HVAC. This has helped to achieve annual power consumption savings of 210 MWh.
  - Installed high efficient brushless DC motors with in-built fans in place of conventional motors and fans in three air handling units. This has yielded 45% power savings and an annual savings of 95 MWh in power consumption.
  - Unused heaters were removed from the moulding machines' mould temperature controllers, which achieved an annual savings of 677 MWh in power consumption.
  - A new uninterruptable power supply and stabilisers were installed and connected to the tufters and packing machinery which reduced power losses and improved their power index.
- **Conservation of Water:**
  - Usage of the RO water system for cooling towers has helped to improve quality of water. This has helped in reducing the number of blow down cycles, water utilization and achieved an annual water savings of about 4,000 kl.
  - Automated the cooling tower blow down through online conductivity meter by installing Nalco 3D transfer system. This project achieved an annual savings of water of 1500 kl.
  - Water saving faucets and fixtures were installed in the plant water taps.
  - The existing RO plant efficiency was improved by changing the reject rate from 50% to 20%.
  - The water spray timing in landscaping was rationalised to early morning and evening in place of afternoon timings to reduce the evaporation losses.
  - Condensate water is used as chiller makeup water that has resulted in optimal usage of water.

B) Technology Absorption:

The Company continues its efforts on various Research & Development (R&D) activities including absorption of technology received from Colgate-Palmolive Company, U.S.A., for development and manufacture of oral care products. The technology received by the Company is being absorbed and adapted to the demands of the local market.

The following are some R&D and technology absorption efforts made by the Company during the year:

1. Adapted technology for products using both local and / or imported raw materials and flavours.
2. Prepared laboratory and pilot plant batches and set tentative product specifications.
3. Completed product stability tests, microbiological tests, analytical tests and method validation.
4. Optimized various manufacturing processes and filling trials.
5. Tested new product or formula among sensory expert panel Members and consumers.
6. Finalized product formulations, process and product quality specifications.
7. Identified alternate local raw material vendors.
8. Reviewed and approved product claims and provided clinical documentation support.

New technologies allowed the Company to have a strong presence in key benefit segments of the Oral Care market viz., Cavity Protection, Gum Health, Tooth Pain Relief, Anti-Sensitivity, Natural Protection and Freshness.

The details of technology imported by the Company during last three years are as follows:

Technology Imported	Year of Import	Has the technology been fully absorbed?	If not fully absorbed, areas where absorption has not taken place, and reasons thereof
New MaxFresh Red with cooling Technology	2017-18	Yes	Not Applicable
Colgate Kids Minions Toothpaste specifically designed for kids	2017-18	Yes	Not Applicable
Colgate Swarna Vedshakti Toothpaste as a premium natural segment Toothpaste	2017-18	Yes	Not Applicable
Technology for Colgate Dental Cream Toothpaste	2017-18	Yes	Not Applicable
Colgate MaxFresh Power Freeze High Impact Flavour Technology	2016-2017	Yes	Not Applicable
Colgate Cibaca Vedshakti Toothpaste Herbal Cocktail Technology	2016-17	Yes	Not Applicable
Technology for a High Foaming Formula for Colgate Sensitive Clove Toothpaste	2016-17	Yes	Not Applicable
Technology for Next Generation Toothpaste	2015-16	Yes	Product Not Commercialized
Technology for a High Foaming Formula for Colgate Sensitive Toothpaste	2015-16	No	Product not Commercialized

Details of expenditure on R&D are given below:

Expenditure on R&D	**F.Y. 2017-18** ₹ in Lakhs
Capital	312.03
Recurring	515.86
Total	**827.89**

C) Foreign Exchange Earnings and Outgo:

During the year, the Company was able to generate export earnings of ₹ 187,57.11 Lakhs and the Foreign exchange outgo was ₹ 337,34.90 Lakhs.

Form No. MR-3
Secretarial Audit Report

For the Financial Year Ended 31St March, 2018

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Colgate-Palmolive (India) Limited
CIN:L24200MH1937PLC002700
Colgate Research Centre, Main Street,
Hiranandani Gardens, Powai,
Mumbai - 400076

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Colgate-Palmolive (India) Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the **Financial Year ended 31st March 2018,** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on **31st March 2018** according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **- Provisions of Overseas Direct Investment and External Commercial Borrowings are not applicable;**

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015;

   c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **- Not applicable as the Company has not issued any shares during the year under review;**

   e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014) **- Not applicable as the Company has not granted any shares / options under the said guidelines regulations during the Financial Year under review;**

f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **- Not applicable as the Company has not issued and / or listed any debt securities during the Financial Year under review;**

g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **- Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;**

h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **- Not applicable as the Company has not delisted / has proposed to delist its equity shares from any stock exchange during the Financial Year under review;**

i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **- Not applicable as the Company has not bought back / has proposed to buy-back any of its securities during the Financial Year under review.**

vi. The Company has identified and confirmed the following Laws as being specifically applicable to the Company:

1. The Hazardous Wastes (Management and Handling) Rules 1989;
2. Factories Act, 1948;
3. The Drugs and Cosmetics Act, 1940;
4. The Legal Metrology Act, 2009;
5. The Legal Metrology (Packaged Commodities) Rules, 2011;
6. Plastic Waste Management Rules, 2016;
7. The Legal Metrology (Packaged Commodities) Amendment Rules, 2017
8. Local laws as applicable to various offices and plants.

We have also examined compliance with the applicable Clauses / Regulations of the following:

(i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors including Independent Directors and Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule Board Meetings, agenda and detailed notes on agenda were sent atleast seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions of the Board and Committees thereof were carried through with requisite majority.

We further report that based on the review of the compliance mechanism established by the Company and on the basis of Compliance Certificate(s) issued by the Company Secretary / Functional Heads and taken on record by the Board of Directors at their meeting(s), we are of the opinion that Management has adequate systems and processes placed in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

- As informed, the Company has responded to notices for demands, claims, penalities etc., levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever found necessary.

We further report that during the audit period, no events / actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. have taken place.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries
Firm Registration No P1991MH040400

S.N.ANANTHASUBRAMANIAN
PARTNER
FCS: 4206
C.P No: 1774

Date : 17th May 2018
Place : Thane

FORM No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the Financial Year ended March 31, 2018

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

1. 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 Tel : 91-22-6709 5050
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	79.84
2.	Toothbrush*		15.32

* 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 Company, 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, 2017)				No. of Shares held at the end of the year (March 31, 2018)				% 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	5307393	10234	5317627	1.96	13466579	8810	13475389	4.95	2.99
b) Banks / FI	441888	11140	453028	0.16	643283	10265	653548	0.24	0.08
c) Central Govt.	-	-	-	-	537186	-	537186	0.20	0.20
d) State Govt.(s)	1000	-	1000	0.00	1000	-	1000	0.00	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	18835423	100	18835523	6.93	23464459	100	23464559	8.63	1.70
g) FIIs	13780412	5900	13786312	5.07	22878	3850	26728	0.01	- 5.06
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)									
- Foreign Portfolio. Corp.	30420478	-	30420478	11.18	34418441	-	34418441	12.66	1.47
- Foreign Bank	400	-	400	-	400	-	400	0.00	-
- Alternate Investment Fund	-	-	-	-	466967	-	466967	0.17	0.17
Sub-total (B) (1)	**68786994**	**27374**	**68814368**	**25.30**	**73021193**	**23025**	**73044218**	**26.86**	**1.55**

2. Non-Institutions									
a) Bodies Corporate									
i) Indian (Domestic)	4572562	-	4572562	1.68	3510698	-	3510698	1.29	-0.39
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital Up to ₹1 Lac	47048666	7333646	54382312	19.99	44542061	6694270	51236331	18.84	-1.19
ii) Individual shareholders holding nominal share capital in excess of ₹1 Lac	102000	-	102000	0.04	-	-	-	-	-
c) Others (specify):									
- IEPF	-	-	-	-	184500	-	184500	0.07	0.07
- Trust	2355735	-	2355735	0.87	2553653	-	2553653	0.94	0.07
- Hindu Undivided Family	1106940	-	1106940	0.41	1071877	1196	1073073	0.39	-0.02
- NRI (Repat)	627594	3000	630594	0.23	493560	2736	496296	0.18	-0.05
- NRI (Non-Repat)	859645	13686	873331	0.32	907968	13676	921644	0.34	0.02
- Foreign Portfolio Investor (Individuals)	600	-	600	0.00	600	-	600	0.00	-
- Foreign Nationals	5370	-	5370	-	5370	-	5370	0.00	-
- OCB	3880	2560	6440	-	3880	2560	6440	0.00	-
- Clearing Member	422710	-	422710	0.16	240139		240139	0.09	-0.07
Sub-total (B)(2):	**57105702**	**7352892**	**64458594**	**23.70**	**53514306**	**6714438**	**60228744**	**22.14**	**-1.56**
Total Public Shareholding (B) = (B)(1) + (B)(2)	**125892696**	**7380266**	**133272962**	**49.00**	**126535499**	**6737463**	**133272962**	**49.00**	**-**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**264605368**	**7380266**	**271985634**	**100.00**	**265248171**	**6737463**	**271985634**	**100.00**	-

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (April 1, 2017)			Shareholding at the end of the year (March 31, 2018)			% Change In share-holding during the year
		No. of shares	% of Total Shares of the Company	% of Shares Pledged/ Encum-bered to total shares	No.of shares	% of Total Shares of the Company	% of Shares Pledged/ Encum-bered to total shares	
1.	Colgate-Palmolive Company	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, 2017)		Cumulative shareholding during the year (March 31, 2018)	
		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)

Sr. No.		Shareholding at the beginning of the year (April 1, 2017)		Cumulative Shareholding during the year (March 31, 2018)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Life Insurance Corporation Of India	16940676	6.23	22472172	8.26
2.	Arisaig India Fund Limited	9187394	3.38	5548034	2.04
3.	SBI Magnum Balanced Fund	731975	0.27	4605064	1.69
4.	Franklin Templeton Mutual Fund A/C Franklin India Prima Fund	517689	0.19	3508523	1.29
5.	First State Investments Icvc- Stewart Investors Global Emerging Markets Leaders Fund	1992571	0.73	2799877	1.03
6.	ICICI Prudential Balanced Advantage Fund	914005	0.34	2555863	0.94
7.	NPS Trust- A/C Uti Retirement Solutions Pension Fund Scheme - State Govt	2029307	0.75	2462136	0.91
8.	J P Morgan Funds	1592028	0.59	1463129	0.54
9.	Lo Funds - Emerging High Conviction	770000	0.28	1400000	0.51
10.	Government Of Singapore	2205996	0.81	1153348	0.42
11.	Arisaig Global Emerging Markets Consumer Fund (Singapore) Pte. Ltd.	1824600	0.67	721851	0.27
12.	First State Indian Subcontinent Fund	1258714	0.46	500613	0.18
13.	Uti-Mnc Fund	1292068	0.48	171361	0.06
14.	Fidelity Investment Trust - Fidelity Emerging Markets Fund	1239871	0.46	0	0
15.	General Insurance Corporation Of India	825840	0.30	750840	0.28

Note: The above holdings have been clubbed based on the PANs of the shareholders.

v) Shareholding of Directors and Key Managerial Personnel

Sr. No.			Shareholding at the Beginning of the year (April 1, 2017)		Cumulative Share-holding during the year (March 31, 2018)	
	For Each of the Directors and KMP	Name of the Director / KMP	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	400	-	400	-
	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		15076	0.0054	15076	0.0054

V) INDEBTEDNESS

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

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 (₹ In Lakhs)
		I. Bachaalani#	M. S. Jacob	M. Chandrasekar	
1.	Gross Salary (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	4,66.52	95.5	1,04.77	6,66.79
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961#	3,34.17	77.3	81.55	4,93.02
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Option&	81.26	1,39.71	15.93	2,36.91
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of profit - Others specify Executive Incentive Compensation Plan/Bonus	- 1,19.16	- 40.34	- 56.28	- 2,15.78
5.	Others, please specify: Employer contribution to Provident Fund	26.78	11.45	12.56	50.79
Total		**10,27.89**	**3,64.30**	**2,71.09**	**16,63.29**
Ceiling as per Section 198 of the Companies Act, 2013					**100,02.64**

- Includes tax equalization allowance related to taxes arising in a foreign jurisdiction solely as a result of the Executive Director's expatriate status.

& - Includes exercise of stock options and of restricted 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 compensation plan.

B) Remuneration to Other Directors

Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount (₹ In Lakhs)
1)	Independent Directors	R. A. Shah	P. K. Ghosh	J. K. Setna*	V. S. Mehta	I. Shahani	S. Gopinath	
	• Fee for attending Board Committee meetings	9.25	9.25	4.80	9.75	3.95	7.95	44.95
	• Commission	10.00	10.00	10.00	10.00	10.00	10.00	60.00
	• Others, please specify	-	-	-	-	-	-	-
	Total (1)	**19.25**	**19.25**	**14.80**	**19.75**	**13.95**	**17.95**	**104.95**
2)	Other Non-Executive Directors							
	• Fee for attending Board Committee Meetings	-	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-	-
	• Others, please specify	**NOT APPLICABLE**						
	Total (2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total (B) = (1+2) Total Managerial Remuneration	**19.25**	**19.25**	**14.80**	**19.75**	**13.95**	**17.95**	**104.95**
	Overall Ceiling as per the Act:	1% of the Net Profits of the Company						

* Ceased to be a director w.e.f. 31st March, 2018

C) Remuneration to Key Managerial Personnel Other than MD / Manager / WTD

Sr. No.	Particulars of Remuneration	(₹ In Lakhs) Key Managerial Personnel M. Karnataki#	(₹ In Lakhs) Key Managerial Personnel K. Randhir Singh*
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15.01	1.85
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	24.93	5.28
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-
2.	Stock Option&	2.18	-
3.	Sweat Equity	-	-
4.	Commission		
	- As % of profit	-	-
	- Others, specify: Executive Incentive Compensation / Bonus	13.25	-
5.	Others, please specify: Employer contribution to Provident Fund	1.80	0.22
Total		**57.17**	**7.35**

\# Remuneration details up to 31st August 2018 - ceased to be Company Secretary & Compliance Officer from this date.

* Remuneration details from 23rd February, 2018 - appointed as Company Secretary & Compliance Officer from this date.

& - Includes exercise of stock options and of restricted 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 compensation plan.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NONE

Disclosure pursuant to Section 197(12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1. **The ratio of the remuneration of each Executive Director to the median remuneration of the employees of the Company for the Financial Year is as follows:**

Sr. No.	Name of the Executive Director	Ratio
1.	Mr. Issam Bachaalani	94:1
2.	Mr. M. S. Jacob	33:1
3.	Mr. M. Chandrasekar	25:1

Employees for the above purpose include all employees excluding Associates at the manufacturing locations of the Company.

Non-executive Directors:

The Non-executive & Independent Directors of the Company are paid only 'Sitting fees' for attending the Meetings of the Board, the Committees including meetings of Independent Directors. They are also paid a fixed Commission of ₹ 10.00 Lakhs per annum as per the Shareholders approval. The Non-executive & Non-Independent Director of the Company does not receive any remuneration from the Company.

2. **The percentage increase in remuneration of each Executive Director and Key Managerial Personnel in the Financial Year is as follows:**

Sr. No.	Name of the Executive Director	Approx. increase in percentage in F.Y. 2017-18 as compared to F.Y. 2016-17 (without earnings from exercise of ESOPs)
1.	Mr. Issam Bachaalani	-10.8%
2.	Mr. M. S. Jacob#	N.A.
3.	Mr. M. Chandrasekar #	N.A.

Being associated as Executive Director only for part of the Financial Year 2016-17, hence figures are not comparable with the Financial Year 2017-18.

3. **The percentage increase in the median remuneration of employees in the Financial Year:**

   The percentage of increase in the median remuneration of all the Salaried & Clerical (S&C) employees in the Financial Year 2017-18 was -4.3% as compared to Financial Year 2016-17.

4. **The number of permanent employees on the rolls of the Company:**

   The number of Permanent employees on the rolls of the Company as on March 31, 2018 is 2363.

5. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification there of and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

   In the Financial Year 2017-18, there is an average increase of 8% in the fixed remuneration of all the employees (other than the managerial personnel) as compared to an increase of 7% in the fixed remuneration of all the Executive Directors.

6. **Affirmation:**

   Remuneration paid by the Company to its Executive Directors, Key Managerial Personnel and Senior Management employees is as per the Nomination & Remuneration Policy of the Company.

Issam Bachaalani Managing Director (DIN: 06975320)	R. A. Shah Vice-Chairman (DIN: 00009851)

Place: Mumbai
Date : May 21, 2018

Business Responsibility Report

Colgate-Palmolive (India) Limited ('Colgate' / 'Company') maintains the highest ethical standards in every aspect of its business practices. Maintaining the Company's reputation and nurturing the trust that our consumers and trade partners place in us is of utmost importance. Every year, Colgate spends a considerable amount of time and resources in training its employees on the Code of Conduct, ethics and compliance and sustainability in order to uphold our values. While this responsibility is given to Colgate's employees, it is also strictly applicable to Colgate's suppliers, distributors, clearing and forwarding agents, vendors and other third party associates as a condition to doing business with Colgate.

Section A: General Information about the Company

1. Corporate Identity Number (CIN) of the Company : L24200MH1937PLC002700
2. Name of the Company : Colgate-Palmolive (India) Limited
3. Registered address : Colgate Research Centre,
   Main Street, Hiranandani Gardens,
   Powai, Mumbai - 400 076, India
4. Website : www.colgatepalmolive.co.in
5. E-mail ID : investors_grievance@colpal.com
6. Financial Year reported : April 1, 2017 - March 31, 2018
7. Sector(s) that the Company is engaged in (industrial activity code-wise):
   The Company's business segment is "Personal Care" (including Oral Care).
8. List three key products/services that the Company manufactures/provides (as in the Balance Sheet):
   i. Toothpaste
   ii. Toothbrush
   iii. Mouth Wash
9. Total number of locations where business activity is undertaken by the Company:
   i. Number of International Locations : None
   ii. Number of National Locations : 8 (Factories, Head Office & Branches)
10. Markets served by the Company - Local / State / National / International:

LOCAL	STATE	NATIONAL	INTERNATIONAL
Yes	Yes	Yes	Yes

Section B: Financial Details of the Company (₹ in Lacs)

1. Paid up Capital (₹) : 27,20
2. Total Turnover (₹) : 4,299,89
3. Total profit after taxes (₹) : 673,37
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%) : 2%
5. List of activities in which expenditure in 4 above has been incurred:
   Kindly refer the Annual CSR Report under Annexure-2 to the Report of the Directors.

Section C: Other Details

1. Does the Company have any Subsidiary Company/Companies?

– The Company does not have any Subsidiary.

2. Do the Subsidiary Company / Companies participate in the BR Initiatives of the Parent Company? If Yes, then indicate the number of such Subsidiary Company(s).

– Not applicable.

3. Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If Yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]

– Yes. The Company shares its ethical business practices, Third Party Code of Conduct and Global Anti-Bribery Policy with its contract manufacturers, warehouse agents, suppliers and other third parties associated with the Company.

Section D: BR Information

1. Details of Director/Directors responsible for Business Responsibility

a) Details of the Director responsible for implementation of the BR policy/policies

Sr. No.	Particulars	Details
1.	Name	Mr. Issam Bachaalani
2.	DIN Number (if applicable)	06975320
3.	Designation	Managing Director
4.	Telephone number	022 - 6709 5050
5.	e-mail ID	investors_grievance@colpal.com

2. Principle-wise (as per NVGs) BR Policy / policies (Reply in Y/N)

Principle 1 : Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.

Principle 2 : Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

Principle 3 : Businesses should promote the well-being of all employees.

Principle 4 : Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

Principle 5 : Businesses should respect and promote human rights.

Principle 6 : Businesses should respect, protect and make efforts to restore the environment.

Principle 7 : Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

Principle 8 : Businesses should support inclusive growth and equitable development.

Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner

Sr. No.	Questions	Business Ethics	Sustainability	Employees' Well-being	Stakeholders' Welfare	Human Rights	Environment	Regulatory Policy	Equitable Development	Customer Responsibility
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have policy/policies for...	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words) #	Y	Y	Y	Y	Y	Y	Y	Y	Y
4.	Has the policy being approved by the Board? If yes, has it been signed by MD / owner / CEO / appropriate Board Director? *	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the Company have a specified committee of the Board / Director / Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Indicate the link for the policy to be viewed online?	#	#	#	#	#	#	#	#	#
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8.	Does the Company have in-house structure to implement the policy / policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy / policies to address stakeholders' grievances related to the policy / policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the Company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Y	N	N	N	N	N	Y	N	Y

https://www.colgatepalmolive.com/en-us/core-values/code-of-conduct

* Colgate has a globally applicable Code of Conduct policy.

2a. If answer to S. No. 1 against any principle, is 'No', please explain why:

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the principles	-	-	-	-	-	-	-	-	-
2.	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	-	-	-	-	-	-	-	-
3.	The Company does not have financial or manpower resources available for the task	-	-	-	-	-	-	-	-	-
4.	It is planned to be done within the next 6 months	-	-	-	-	-	-	-	-	-
5.	It is planned to be done within the next 1 year	-	-	-	-	-	-	-	-	-
6.	Any other reason (please specify)	-	-	-	-	-	-	-	-	-

3. Governance related to BR

- **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO meets to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year:**

  – The Committee meets at such frequency as may be deemed necessary to evaluate the BR performance of the Company. Also the Audit Committee of the Company assesses the BR performance on a quarterly basis.

- **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

  – The Company publishes the 'information on sustainability' in the Directors' Report which forms a part of the Annual Report of the Company. The hyperlink to view the Annual Report is as below:

  http://www.colgateinvestors.co.in/annual-report

Section E: Principle-wise performance

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes / No. Does it extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?

Yes, Colgate is committed to dealing legally and ethically in all aspects of business dealings. Colgate's goal is to ensure that Colgate People and the third parties with whom we work reflect the same high ethical standards and demonstrate a commitment to compliance with all applicable laws. Colgate's reputation depends on the conduct of its employees as well as the conduct of its third parties.

Colgate has a stricter anti-bribery policy viz. Global Anti-bribery Policy that recognizes the local anti-bribery laws of the country in which we do business as well as the US Foreign Corrupt Practices Act which has extra-territorial jurisdiction. Colgate requires all of its Third Party Partners to comply with the Global Anti-Bribery Policy as a strict mandate.

Colgate People as well as all third party partners acting on behalf of Colgate or in connection with Colgate business are strictly required to follow the Colgate Global Anti-Bribery Policy in letter and spirit without any deviation. For this purpose, Colgate employees are provided online training on the Policy, its expectations and reporting mechanism on an annual basis. They are also informed on importance of monitoring its third party engaged on behalf of Colgate from time to time.

In addition to prohibiting bribery of government officials, Colgate also recognizes the importance of sensitizing its employees and third parties against commercial bribery and strictly prohibits from engaging in bribery of private parties.

Colgate has a robust Anti-Bribery Due Diligence process for its Vendors, Suppliers and other stakeholders dealing with the Government or statutory authorities on behalf of the Company, in accordance with its Global Anti-Bribery Policy. Colgate has a zero tolerance for any breach of its Policy.

2. How many stakeholder complaints have been received in the past Financial Year and what percentage was satisfactorily resolved by the management?

The Company received 1(one) code of conduct complaint during the Financial Year 2017-18 which was duly investigated and appropriate action was taken. The numbers of complaints under POSH Act and before the Consumer Dispute Redressal Forums are provided in further sections of this report.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and / or opportunities.

* Colgate is committed to improving the sustainability profile of its packaging,

through regular evaluation of materials and processes. For example, cartons that have lower thickness contribute to improved biodegradability and recyclability.

* Most of the toothpaste cartons of the Company are made of recycled paper board which can be further re-cycled.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

i. Reduction during sourcing / production / distribution achieved since the previous year throughout the value chain?

We ensure to source raw material and packaging material from the suppliers who are located close to our manufacturing facilities. In most of the cases, we source packaging material locally. The secondary and tertiary packaging material has the potential of being reused and recycled.

ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?

We have been imparting education on oral hygiene and have given a message of saving water while brushing teeth to 9.5 million children in the year 2017-18 alone. We have also conducted Water Treasure Hunts initiative at all our plants that has helped us to identify opportunities for saving water through change of practices and implementation of projects.

3. Does the Company have procedures in place for sustainable sourcing (including transportation)?

Most of our plants are situated close to raw material suppliers, thereby reducing transportation and carbon emission.

4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Colgate's 'Enhance Supplier Management' program helps suppliers to improve their quality, efficiencies, productiveness and waste reduction through regular audits, recommendations and an inspection process.

5. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Yes, more than 90% of the waste generated during the manufacturing process at the Company's plants is being diverted towards recycling. Company has also contracted with a waste management Service Provider entity named NEPRA Environmental Solutions Pvt. Ltd. The said Service Provider is responsible for collection, sorting, processing, and recycling of an uncontaminated multi layered packaging waste from the market. This will help in diverting the Industrial waste towards recycling and co-processing of the waste to avoid landfills.

Also, the containers of our primary packaging material are reused and recycled. Most of the material used for transportation of primary and secondary packaging material is recycled and reused.

Solid waste / sludge from Waste Water Treatment Plants and process waste from the factories located at Sanand, Gujarat; Kundaim, Goa; and Baddi, Himachal Pradesh are sent to cement manufacturing companies which is co-processed to be converted into cement. A small portion of the waste is not environment friendly and is therefore disposed in a controlled manner to government approved Common Hazardous Waste Treatment Storage and Disposal Facility (CHWTSDF).

Further Colgate's plants in India are pursuing the "True Zero Waste Rating System" with GBCI (Green Business Certification Inc.) a premier organization independently recognizing excellence in green business industry performance and practice globally.

The goal of the program is to divert all solid waste from landfill, incineration and the environment.

Principle 3: Businesses should promote the well-being of all employees.

Colgate's commitment to caring for people is manifested in the workplace through a variety of programs designed to promote and reward individual and team achievement. Specifically, in matters of employment:

- It is the policy, practice and aim of Colgate to provide employment opportunities to all qualified persons on an equal basis. The Company will not discriminate against any employee or applicant for employment on the basis of race, religion, disability, ethnicity, marital status or any other characteristic protected by law.
- The Company does not employ / engage child labour.
- It provides training, education and promotion opportunities that permit development and career advancement to the Company's workforce.
- It prohibits sexual harassment by any person in the workplace or while conducting Company business.
- It provides wellness programs for the employees.
- Free health check-ups are arranged for the employees.

1. **Please indicate the Total number of employees:**

   Total number of employees: 2,363

2. **Please indicate the Total number of employees hired on temporary / contractual / casual basis:**

   The total number of employees hired on temporary / contractual / casual basis: 761

3. **Please indicate the Number of permanent women employees:**

   Number of permanent women employees: 163

4. **Please indicate the Number of permanent employees with disabilities:**

   Number of permanent employees with disabilities: NIL

5. **Do you have an employee association that is recognized by management?**

   There are no unions/employee associations recognized by the management. However, we have signed long term settlements with the majority union at Goa factory which has multiple unions.

6. **What percentage of your permanent employees is Members of this recognized employee association?**

   There are 2,363 permanent employees as of 31st March, 2018. Of these, about 459 employees are a part of the majority union at Goa Factory. Approximately 19.42% of the permanent employees are Members of the majority union at Goa, which is not a recognized union by the management.

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last Financial Year and pending, as at the end of the Financial Year.**

   The Company has not received any complaint relating to child labour, involuntary labour and on discriminatory employment during the Financial Year 2017-18. During the Financial Year 2017-18, No complaints on sexual harassment were received by the Company. There are no complaints pending as at the end of the Financial Year 2017-18.

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

   - Permanent Employees : 100%
   - Permanent Women Employees : 100%
   - Contractual Manpower : 100%
   - Employees with Disabilities : N.A.

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

1. **Has the Company mapped its internal and external stakeholders?**

   Yes, the Company has mapped its internal and external stakeholders.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?**

   Yes, the Company has identified the disadvantaged, vulnerable and marginalized stakeholders.

3. **Are there any special initiatives taken by the Company to engage with the**

disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.

The Company has focused some of its CSR initiatives on the education and skills training of less privileged Members of society. Also, Company supports a program called 'A Positive Step' with an NGO working for the well-being of children infected / affected by HIV. More initiatives like its Saksham program are mentioned in the Annual CSR Report forming part of the Annual Report 2017-2018.

Principle 5: Businesses should respect and promote human rights.

1. **Does the policy of the Company on human rights cover only the Company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?**

   The policy for human rights forms part of the Third Party Code of Conduct of the Company. The Third Party Code of Conduct extends to the contract manufacturers, suppliers and other third parties associated with the Company.

   Colgate strongly opposes the use of child labour, forced or bonded labour, human exploitation, and all other forms of unacceptable treatment of workers.

2. **How many stakeholder complaints have been received in the past Financial Year and what percent was satisfactorily resolved by the management?**

   We have not received any complaints regarding human rights in the past Financial Year.

Principle 6: Business should respect, protect and make efforts to restore the environment.

1. **Does the policy related to Principle 6 cover only the Company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?**

   The policy extends to the major third parties associated with the Company through the Third Party Code of Conduct.

2. **Does the Company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If Yes, please give hyperlink for webpage etc.**

   Yes, the Company does have has strategies/ initiatives to address global environmental issues. The hyperlink for the same is: https://www.colgatepalmolive.co.in/core-values/sustainability

3. **Does the Company identify and assess potential environmental risks? Y/N**

   Yes, the Company identifies and assesses potential environmental risks through the Risk Management Committee of the Company's Board of Directors.

4. **Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

   At present, the Company does not have a project related to Clean Development Mechanism.

5. **Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy, etc. Y / N. If Yes, please give hyperlink for web page etc.**

   For details kindly refer the Annexure-3 of the Board's Report for Financial Year 2017-18: Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo.

6. **Are the Emissions / Waste generated by the Company within the permissible limits given by CPCB / SPCB for the Financial Year being reported?**

   Yes, the Emissions / Waste generated by the Company is within the permissible limits given by the Central Pollution Control Board / State Pollution Control Board for the Financial Year 2017-18.

7. **Number of show cause / legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

   Company had received three show cause notices in the regular course from the State Pollution Control Board and the same have been resolved satisfactorily in the Financial Year 2017-18. There were no pending show cause notices from CPCB / SPCB at the end of the Financial Year 2017-18.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

1. **Is your Company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

   The Company is associated / is a member of the following Associations:

   a) The Advertising Standards Council of India - ASCI

   b) Indian Beauty & Hygiene Association - IBHA

   c) The Associated Chambers of Commerce and Industry of India - ASSOCHAM

   d) American Chamber of Commerce in India - AMCHAM

   e) Confederation of Indian Industry - CII

   f) Bombay Management Association - BMA

   g) Federation of Indian Chambers of Commerce and Industry - FICCI

   h) Bombay Chamber of Commerce and Industry - BCCI

   i) Council for Fair Business Practices - CFBP

   j) Ayurvedic Drug Manufacturer's Association - ADMA

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes / No; if Yes, specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy Security, Water, Food Security, Sustainable Business Principles, Others).**

   Although the Company is member of the Associations, it has not lobbied in the above areas.

Principle 8: Businesses should support inclusive growth and equitable development.

1. **Does the Company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If Yes, details thereof.**

   Yes, the Company have programmes / initiatives / projects in pursuit of the policy related to Principle 8. Please refer to Annual CSR Report in Annexure-2 to the Annual Report for Financial Year 2017-18.

2. **Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures / any other organization?**

   The Company has engaged with five NGOs / registered non-profit Trusts / Societies that supports the aforesaid programs such as 'Pratham' that works towards the education of less privileged children in Municipal Schools, 'NTP+' that supports children affected and impacted by HIV, 'Seva Mandir', a not-for-profit organisation that conducts programs in health, education, natural resource development, women and child care, 'Action Aid' that helps in empowering children (especially girls) with the power of education and grooming their personalities, 'SEEDS' that helps in empowerment of the less privileged and marginalized youth through employability linked skill development programs.

3. **Have you done any impact assessment of your initiative?**

   The NGOs / registered non-profit Trusts / Societies supported by Colgate - Pratham, NTP+, Seva Mandir, SEEDS and Action Aid conduct regular assessment programs to ensure the impact of their initiatives.

4. **What is your Company's direct contribution to community development projects - Amount in ₹ and the details of the projects undertaken?**

   The details of the projects and CSR expenditure are available in the CSR Report under Annexure-2 to the Board's Report for Financial Year 2017-18.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   The details of the community development projects are available in the CSR Report under Annexure-2 to the Board's Report for Financial Year 2017-18.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner.

Since the Company's business is consumer products, our success depends upon consumer satisfaction, trust and goodwill. When a consumer expresses dissatisfaction, we address the problem promptly, courteously and fairly, and make every responsible effort to sustain or regain the consumers' goodwill and brand loyalty. The Company believes that the consumer opinions, concerns and inquiries communicated to the Company regarding its products are important sources of information. To further strengthen its customer care system, the Company has set up a call centre at Pune by partnering with Aegis Limited, which acts as a contact centre for our consumers, providing inbound and outbound customer care support. The Company understands consumer needs and delivers world-class products that cater to the evolving needs of consumers. The Company has fair, equitable and transparent terms for all its customers.

1. **What percentage of customer complaints / consumer cases are pending as on the end of Financial Year:**

   As on 31st March 2018, total 13 consumer cases were pending before various consumer courts. Out of these consumer cases, 4 consumer cases have been dismissed as on the date of this report and the balance are pending. All these cases are sub-judice.

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes / No / N.A. / Remarks (additional information).**

   Yes, the Company displays product information on the product label, over and above what is mandated as per local laws. A few examples are the efficacy of the product, the technology used in the product and the consumer benefits attributed to the product.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and / or anti-competitive behaviour during the last five years and pending as on end of Financial Year? If so, provide details thereof, in about 50 words or so.**

   Apart from the routine consumer cases mentioned above, there are no pending cases against the Company regarding unfair trade practices or anti-competitive behaviour. The Company received one complaint with respect to the font size of a disclaimer in one of its television commercials from the Advertising Standards Council of India (ASCI). The complaint has been resolved satisfactorily.

4. **Did your Company carry out any consumer survey / consumer satisfaction trends?**

   Yes, the Company regularly conducts consumer surveys and monitors consumer satisfaction trends.

Independent Auditor's Report

To the Members of Colgate–Palmolive (India) Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Colgate–Palmolive (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Other Matter

The Ind AS financial statements of the Company for the year ended March 31, 2017, included in these Ind AS financial statements, have been audited by the predecessor auditor who expressed an unmodified opinion on those statements on May 15, 2017.

Independent Auditor's Report (Contd.)

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub- section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements –Refer Note 24 (A) and 24 (B) and Note 31 to the Ind AS financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There has been one instance of slight delay of 7 days in transferring amounts of INR 33,519,80 in respect of unclaimed dividend required to be transferred, to the Investor Education and Protection Fund by the Company.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Jayesh Gandhi
Partner
Membership Number: 037924

Place of Signature: Mumbai
Date: May 21, 2018

Independent Auditor's Report (Contd.)

Independent Auditor's Report for the year ended March 31, 2018

ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF COLGATE – PALMOLIVE (INDIA) LIMTED

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(b) The property, plant and equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) According to information and explanations given by the management the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company, except as noted below:-

- Leasehold land at Sewri stated, in the books of accounts at ₹ Nil where formal transfer of lease rights in favour of the Company is pending.
- Lease rights in respect of one plot of leasehold land at Aurangabad stated, in the book of accounts at ₹ 5.59 lacs, pending execution with the concerned authorities.

(ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at March 31, 2018 and no material discrepancies were noticed in respect of such confirmations.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 of the Companies Act 2013 are applicable and hence not commented upon. In respect of loans and advances given provisions of section 186 of the Companies Act 2013 have been complied with by the Company.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/ services of the Company.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

Independent Auditor's Report (Contd.)

Independent Auditor's Report for the year ended March 31, 2018

	Income Tax			
Sr No.	**Name of the Statute**	**Period to which the amount relates**	**Forum where dispute is pending**	**Amount (₹ Lacs)**
1	Income Tax Act, 1961	2011-12, 2012-13 and 2013-14	Income Tax Appellate tribunal	219,82.40
		2006-07 and 2007- 08	First Appellate Authority	42.75
		1996-1997 to 2000-2001	High Court	11,00.21
	Total			**231,25.36**
	Sales tax			
Sr No.	**Name of the Statute**	**Period to which the amount relates**	**Forum where dispute is pending**	**Amount (₹ Lacs)**
1	Statute applicable in Maharashtra, Uttar Pradesh	1993-94 and 2004-05	High court	51.86
2	Statute applicable in Uttar Pradesh, Andhra Pradesh, Kerala, Rajasthan, Delhi, Tripura, West Bengal, Bihar, Orissa, Assam, Maharashtra, Gujarat, Karnataka, Jharkhand and Goa	1987-88, 1988-89, 1990-91, 1995-96,1996-97, 1997-98, 1999-2000, 2000-01, 2001-02, 2003 - 2004, 2009-10, 2010-11 and 2011-12	Assessing authorities and First Appellate Authorities of various states	9,54.47
3	Statute applicable in Maharashtra, Andhra Pradesh, Kerala, Bihar, Orissa and Gujarat	FY 1995-96, 1998-99, 2000-01 to 2014-15	Sales Tax Appellate Tribunal of various States	2,50.01
	Total			**12,56.34**
	Service tax			
Sr No.	**Name of the Statute**	**Period to which the amount relates**	**Forum where dispute is pending**	**Amount (₹ Lacs)**
1	Service Tax (Finance Act , 1994)	1997-1998 to 2000-2001, 2005- 2006 and 2006- 2007	High Court	9,39.73
2	Service Tax (Finance Act , 1994)	1997-1998 to 2000-2001, 2007- 2008 and 2008- 2009	Customs, Excise and Service Tax Appellate Tribunal	72.84
3	Service Tax (Finance Act , 1994)	2002-2003, 2004 - 2005 to 2009-2010	First appellate authorities	71.00
	Total			**10,83.57**
	Excise duty			
Sr No.	**Name of the Statute**	**Period to which the amount relates**	**Forum where dispute is pending**	**Amount (₹ Lacs)**
1	The Central Excise Act, 1944	1994-1995 and 2000-2001 to 2010-2011.	Customs, Excise and Service Tax Appellate Tribunal	9,94.66
2	The Central Excise Act, 1944	1998-1999 to 1999-2000, 2001- 2002 to 2004- 2005, 2009-2010, 2011-2012 to 2014-2015, February 2015 to October 2015 and November 2015 to August 2016.	First appellate authorities	7,64.37
	Total			**17,59.03**

Independent Auditor's Report (Contd.)

Independent Auditor's Report for the year ended March 31, 2018

(viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.

(ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion, the Company is not a nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the reporting requirements under clause 3(xiv) are not applicable to the Company and hence not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of the Companies Act, 2013.

(xvi) According to the information and explanations given to us, the provisions of section 45- IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Jayesh Gandhi
Partner
Membership Number: 037924

Place of Signature: Mumbai
Date: May 21, 2018

Independent Auditor's Report (Contd.)

Independent Auditor's Report for the year ended March 31, 2018

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF COLGATE-PALMOLIVE (INDIA) LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Colgate-Palmolive (India) Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and

Independent Auditor's Report (Contd.)

Independent Auditor's Report for the year ended March 31, 2018

expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Jayesh Gandhi
Partner
Membership Number: 037924

Place of Signature: Mumbai
Date: May 21, 2018

Balance Sheet as at March 31, 2018

	Note	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3(A)	**1,145,91.23**	1,108,10.85
Capital Work-in-Progress	3(B)	**158,57.57**	166,59.11
Other Intangible Assets	3(C)	**–**	–
Financial Assets			
(i) Investments	4	**31,15.54**	31,15.76
(ii) Loans	5	**3,06.40**	2,67.20
(iii) Others	6	**23,06.20**	23,47.65
Other Non-Current Assets	7	**39,21.18**	41,57.49
Current Tax Assets (Net)	30(d)	**102,15.70**	81,44.82
		1,503,13.82	1,455,02.88
Current Assets			
Inventories	8	**226,70.55**	292,55.10
Financial Assets			
(i) Trade Receivables	9	**201,03.24**	129,89.62
(ii) Cash and Cash Equivalents	10	**305,38.96**	198,56.44
(iii) Bank Balances [other than (ii) above]	11	**150,77.18**	95,74.00
(iv) Loans	12	**90,58.27**	62,95.36
(v) Others	13	**6,69.50**	6,45.66
Other Current Assets	14	**79,54.24**	69,46.00
		1,060,71.94	855,62.18
Total Assets		**2,563,85.76**	2,310,65.06
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	15	**27,19.86**	27,19.86
Other Equity	16	**1,497,40.83**	1,246,59.85
Total Equity		**1,524,60.69**	1,273,79.71
Liabilities			
Non-current liabilities			
Financial Liabilities			
(i) Other Financial Liabilities	17	**1,33.13**	1,14.23
Provisions	18	**19,09.96**	25,13.32
Deferred Tax Liabilities (Net)	19	**35,51.84**	27,47.76
Other Non-Current Liabilities	20	**51.22**	54.95
		56,46.15	54,30.26
Current liabilities			
Financial Liabilities			
(i) Trade Payables	21	**614,46.80**	597,46.15
(ii) Other Financial Liabilities	22	**158,22.44**	128,17.97
Other Current Liabilities	23	**102,39.30**	132,10.97
Provisions	24	**60,34.63**	51,18.93
Current Tax Liabilities (Net)	30(e)	**47,35.75**	73,61.07
		982,78.92	982,55.09
Total Liabilities		**1,039,25.07**	1,036,85.35
Total Equity and Liabilities		**2,563,85.76**	2,310,65.06
Significant accounting policies	1B		

The accompanying notes are an integral part of these financial statements.

In terms of our report of even date.

For S R B C & CO LLP
Chartered Accountants
Firm Registration No. 324982E/E300003

Jayesh Gandhi
Partner
Membership Number - 037924

Mumbai, May 21, 2018

For and on behalf of the Board of Directors

R. A. Shah
Vice-Chairman
(DIN : 00009851)

I. Bachaalani
Managing Director
(DIN : 06975320)

M. S. Jacob
Whole-time Director &
Chief Financial Officer
(DIN : 07645510)

K.R. Singh
Company Secretary
(F-6621)

Mumbai, May 21, 2018

Statement of Profit and Loss for the year ended March 31, 2018

	Note	₹ Lacs	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Revenue from Operations	**25**		**4,328,42.44**	4,520,19.82
Other Income	**26**		**38,82.05**	41,12.43
Total Income			**4,367,24.49**	4,561,32.25
Expenses				
Cost of Materials Consumed [Refer Note 32]		**1,188,96.97**		1,155,99.43
Purchases of Stock-in-Trade		**284,42.88**		314,75.29
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	**27**	**16,67.98**		5,58.40
Excise Duty		**140,44.65**		538,38.05
Employee Benefits Expense	**28**	**305,93.49**		288,50.25
Depreciation and Amortisation Expense	**3A**	**156,51.00**		133,24.28
Other Expenses	**29**	**1,279,59.30**		1,273,43.62
Total Expense			**3,372,56.27**	3,709,89.32
Profit Before Exceptional Item and Tax			**994,68.22**	851,42.93
Exceptional Item	**41**		**11,65.07**	–
Profit Before Tax			**983,03.15**	851,42.93
Tax Expense:	**30**			
Current Tax [Net of prior period reversals		**302,18.54**		253,45.64
₹ 34,49.94 Lacs (Previous Year: ₹ 16,17.56 Lacs)]				
Deferred Tax	**19**	**7,47.12**		20,54.05
Total Tax Expense			**309,65.66**	273,99.69
Profit for the year			**673,37.49**	577,43.24
Other Comprehensive Income (net of Tax)				
Items that will not be reclassified to Profit and Loss				
Re-measurement (gains)/ losses on defined benefit plans			**(1,64.59)**	7,90.67
Tax adjustment on above	**19**		**56.96**	(2,73.64)
Re-measurement (gains)/ losses on defined benefit plans (Net)			**(1,07.63)**	5,17.03
Total Comprehensive Income			**674,45.12**	572,26.21
Earnings Per Equity Share attributable to the Owners of the Company (Rupees)	**34**			
[Face Value of. ₹ 1 per Equity Share]				
Basic and Diluted			**24.76**	21.23
Significant accounting policies	**1B**			
The accompanying notes are an integral part of these financial statements.				

In terms of our report of even date.

For S R B C & CO LLP
Chartered Accountants
Firm Registration No. 324982E/E300003

Jayesh Gandhi
Partner
Membership Number - 037924

Mumbai, May 21, 2018

For and on behalf of the Board of Directors

R. A. Shah
Vice-Chairman
(DIN : 00009851)

I. Bachaalani
Managing Director
(DIN : 06975320)

M. S. Jacob
Whole-time Director &
Chief Financial Officer
(DIN : 07645510)

K.R. Singh
Company Secretary
(F-6621)

Mumbai, May 21, 2018

Statement of Changes in Equity as at March 31, 2018

	Amount (₹ Lacs)
(A) Equity Share Capital (Note 15)	
As at April 1, 2016	**27,19.86**
Increase / (Decrease) during the year	–
As at March 31, 2017	**27,19.86**
Increase / (Decrease) during the year	–
As at March 31, 2018	**27,19.86**

(B) Other Equity ₹ Lacs

	Reserves and Surplus				
Particulars	**Securities Premium**	**General Reserve**	**Share Options Outstanding Account**	**Retained Earnings**	**Total**
Balance as at April 1, 2016	**12,79.93**	**384,37.13**	**11,40.33**	**595,26.56**	**1,003,83.95**
Profit for the year	–	–	–	577,43.24	577,43.24
Other Comprehensive Income	–	–	–	(7,90.67)	(7,90.67)
Tax Adjustment on Other Comprehensive Income	–	–	–	2,73.64	2,73.64
Total Comprehensive Income for the year	**–**	**–**	**–**	**572,26.21**	**572,26.21**
Transaction with owners in their capacity as owners:					**-**
Dividend paid (including dividend distribution tax) (Refer Note 16 (iv))	–	–	–	(327,35.56)	(327,35.56)
Employee stock option expense (Refer Note 36(c))	–	–	8,85.70	–	8,85.70
Transferred to Retained Earnings for employees transferred during the year	–	–	(3,64.60)	3,64.60	-
Employee stock option exercised during the year	–	–	(13,50.61)	–	(13,50.61)
Tax Adjustment on Employee stock option	–	–	2,50.16	–	2,50.16
Balance as at March 31, 2017	**12,79.93**	**384,37.13**	**5,60.98**	**843,81.81**	**1,246,59.85**
Profit for the year	–	–	-	673,37.49	673,37.49
Other Comprehensive Income	–	–	–	1,64.59	1,64.59
Tax Adjustment on Other Comprehensive Income	–	–	–	(56.96)	(56.96)
Total Comprehensive Income for the year	**–**	**–**	**–**	**674,45.12**	**674,45.12**
Transaction with owners in their capacity as owners:					**-**
Dividend paid (including dividend distribution tax) (Refer Note 16 (iv))	–	–	–	(425,56.23)	(425,56.23)
Employee stock option expense (Refer Note 36 (c))	–	–	9,41.64	–	9,41.64
Transferred from Share Options Outstanding account for employees transferred during the year	–	–	(1,62.38)	1,62.38	-
Employee stock option exercised during the year	–	–	(9,22.27)	–	(9,22.27)
Tax Adjustment on Employee stock option	–	–	1,72.72	–	1,72.72
Balance as at March 31, 2018	**12,79.93**	**384,37.13**	**5,90.69**	**1,094,33.08**	**1,497,40.83**

Significant accounting policies (Refer Note 1B)

The accompanying notes are an integral part of these financial statements.

In terms of our report of even date.

For S R B C & CO LLP
Chartered Accountants
Firm Registration No. 324982E/E300003

Jayesh Gandhi
Partner
Membership Number - 037924

Mumbai, May 21, 2018

For and on behalf of the Board of Directors

R. A. Shah
Vice-Chairman
(DIN : 00009851)

I. Bachaalani
Managing Director
(DIN : 06975320)

M. S. Jacob
Whole-time Director &
Chief Financial Officer
(DIN : 07645510)

K.R. Singh
Company Secretary
(F-6621)

Mumbai, May 21, 2018

Cash Flow Statement for the year ended March 31, 2018

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Cash flow from Operating Activities:		
Profit before Exceptional Item and Tax	**994,68.22**	851,42.93
Adjustment for:		
Unrealised Foreign Exchange Loss/(Gain) (Net)	**(22.47)**	(2,38.78)
Depreciation and Amortisation Expenses	**156,51.00**	133,24.28
Lease Rentals	**(1,96.88)**	(1,98.45)
Net loss/(gain) on disposal of property, plant and equipment	**16.59**	(0.57)
Interest Income On Financial Assets at Amortized Cost	**(27,25.35)**	(28,16.82)
Interest Income on Income tax Refund	**–**	(52.58)
Bad Debts Written Off and Provision for doubtful debts	**68.62**	37.21
Interest income from Unwinding of discount on security deposits	**(1,76.85)**	(1,01.70)
Employee share-based payment expense	**9,41.64**	8,85.70
Provisions no Longer Required Written Back	**–**	(1,48.11)
Operating Profit before Working Capital Changes	**1,130,24.52**	958,33.11
Adjustment for Increase/Decrease in Working Capital:		
(Increase)/ decrease in Inventories	**65,84.55**	(1,02.09)
(Increase) in Trade Receivables	**(71,82.24)**	(27,36.15)
(Increase) in Financial Assets	**(53,23.59)**	(1,35.64)
(Increase)/ decrease in Other Assets	**(10,46.53)**	14,44.65
Increase in Financial Liabilities	**17,42.03**	47,91.19
(Decrease) in Other Liabilities and Provisions	**(36,63.54)**	(1,56.38)
Cash Generated from Operations	**1,041,35.20**	989,38.69
Direct Taxes Paid (Net)	**(347,42.03)**	(301,38.26)
Net Cash Generated from Operating Activities (A)	**693,93.17**	688,00.43
Cash Flow from Investing Activities:		
Purchase of Property, Plant and Equipment	**(208,92.40)**	(321,25.44)
Proceeds from disposal of Property, Plant and Equipment	**21.87**	0.70
Proceeds from disposal of Non-Current Investments	**0.22**	–
Lease Rentals	**1,73.64**	1,98.45
Inter Corporate and Non-Current Bank Deposits (Placed)/Matured (Net)	**(27,32.41)**	(50,57.46)
Interest Received	**26,95.27**	27,73.27
Net Cash used in Investing Activities (B)	**(207,33.81)**	(342,10.48)
Cash Flow from Financing Activities:		
Dividends Paid	**(298,56.48)**	(271,70.68)
Dividend Distribution Tax Paid	**(71,98.09)**	(55,36.99)
Employee share-based payments	**(9,22.27)**	(13,50.61)
Net Cash used in Financing Activities (C)	**(379,76.84)**	(340,58.28)
Net increase in Cash and Cash Equivalents (A+B+C)	**106,82.52**	5,31.67
Cash and Cash Equivalents at the beginning of the year	**198,56.44**	193,24.77
Cash and Cash Equivalents at the end of the year [Refer Note 10]	**305,38.96**	198,56.44

Cash Flow Statement for the year ended March 31, 2018 (Contd.)

Cash and Cash Equivalents comprise :	**As at March 31, 2018 ₹ Lacs**	As at March 31, 2017 ₹ Lacs
Bank Balances in:		
- Current Accounts	**23,69.29**	7,56.58
- Deposit Accounts (with less than 3 months original maturity)	**281,69.67**	190,99.86
Cash and Cash Equivalents as at the end of the year	**305,38.96**	**198,56.44**
Movement in liabilities arising from financing activities		
Opening at the beginning of the year	**95,01.25**	94,73.37
Dividend Declared	**353,58.14**	271,98.56
Dividend Paid	**(298,56.48)**	(271,70.68)
Closing as at the end of the year (Refer Note 22)	**150,02.91**	**95,01.25**

Notes:

1. The Cash Flow Statement has been prepared under the “Indirect Method” as set out in Ind AS 7 on Statement of Cash Flow as notified under Companies (Accounts) Rules, 2015.

In terms of our report of even date.
For S R B C & CO LLP
Chartered Accountants
Firm Registration No. 324982E/E300003

Jayesh Gandhi
Partner
Membership Number - 037924

Mumbai, May 21, 2018

For and on behalf of the Board of Directors

R. A. Shah
Vice-Chairman
(DIN : 00009851)

I. Bachaalani
Managing Director
(DIN : 06975320)

M. S. Jacob
Whole-time Director &
Chief Financial Officer
(DIN : 07645510)

K.R. Singh
Company Secretary
(F-6621)

Mumbai, May 21, 2018

Notes to Financial Statements for the year ended March 31, 2018

1A. Background:

Colgate-Palmolive (India) Limited is a subsidiary of Colgate-Palmolive, USA and a listed Company in India. The Company was incorporated on September 23, 1937 under the provisions of The Companies Act. The registered office of the company is located at Colgate Research Center, Main street, Hiranandani Gardens, Powai, Mumbai – 400076. Its shares are listed on two recognised stock exchanges in India. The Company is engaged in manufacturing/trading of toothpaste, tooth powder, toothbrush, mouth wash and personal care products. These financial statements for the year ended March 31, 2018 were approved by the Board of Directors on May 21, 2018.

1B. Significant Accounting Policies:

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

i. Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] (as amended from time to time) and other relevant provisions of the Act.

ii. Historical Cost Convention

These financial statements have been prepared on a historical cost basis, except as disclosed in the accounting policies below:

- Certain financial assets and liabilities is measured at fair value;
- Defined Benefit Plans - plan assets measured at fair value; and
- Share-Based payments
- Assets held for sale – measured at lower of cost and fair value less costs to sell

iii. Current versus Non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current / non-current classification of assets and liabilities.

(b) Foreign currency translation

i. Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian currency (INR), which is the Company's functional and presentation currency.

Notes to Financial Statements for the year ended March 31, 2018

ii. Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss. Foreign currency denominated monetary assets and liabilities at the year-end are translated at the year-end exchange rates, and the resultant exchange difference is recognised in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

(c) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation and impairment loss, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Depreciation methods, estimated useful lives and residual value

The useful lives of the assets are based on technical estimates approved by the Management, and are lower than or same as the useful lives prescribed under schedule II to the Companies Act, 2013 in order to reflect the period over which depreciable assets are expected to be used by the Company. Depreciation is calculated on a pro-rata basis on the straight line method so as to write-down the cost of property, plant and equipment to its residual value systematically over its estimated useful life based on useful life of the assets as prescribed under Part C of Schedule II to the Companies Act, 2013 except in case of following assets, wherein based on internal assessment and technical evaluation, a different useful life has been determined.

Asset Class	Useful Life
Residential and Office Buildings	40 years
Factory Buildings	20 years
Plants and Equipments	7 to 15 years
Dies and Moulds (included in Plants and Equipments)	3 years
Furnitures and Fixtures	5 years
Office Equipments (including Computer Servers)	5 years

Estimated useful lives, residual values and depreciation methods are reviewed annually, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

(d) Investment property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Notes to Financial Statements for the year ended March 31, 2018

Investment properties are depreciated using the straight- line method over their estimated useful lives which is 40 years.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

(e) Intangible assets

Intangible Assets are stated at acquisition cost, net of accumulated amortisation and accumulated impairment loss, if any.

Amortisation

Intangible assets comprise of Goodwill, Trademarks, Copyright and Technical Know-how. Intangible assets (other than Goodwill) are amortised over the useful life of assets, not exceeding 10 years.

The estimated useful life and amortization method are reviewed at the end of each annual reporting period, with the effect of any changes in the estimate being accounted for on a prospective basis.

Expenditure on research is recognized as an expense when it is incurred. Development costs of products are also charged to the Statement of Profit and Loss unless all the criteria for capitalization have been met by the Company. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

(f) Impairment of non-financial assets

At each balance sheet date, the Company reviews whether there is an indication that an asset may be impaired. If any indication exists, the company estimates the recoverable amount of its assets other than inventory and deferred tax. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is determined as higher of the asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the levels for which there are separately identifiable cash flows (cash generating unit). Assessment is done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting period may no longer exist or may have decreased. An impairment loss is reversed to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

(g) Inventories

Inventories of raw and packing materials, stores, work-in-progress and finished goods, stock in trade are valued at lower of cost and net realisable value.

- Cost is determined using standard cost method that approximates actual cost.
- Cost of work-in-progress and finished goods includes materials, labour and manufacturing overheads and other costs incurred in bringing the inventories to their present location and condition.

Notes to Financial Statements for the year ended March 31, 2018

Spares that do not qualify to be recognized as Property, Plant and equipment are included in stores and spares

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(h) Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost net of any expected credit losses, if any.

(i) Cash and Cash equivalents

For the purpose of presentation in the Statement of cash flows, cash and cash equivalents include cash in hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(j) Assets held for sale

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use, a sale is considered highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification. They are measured at the lower of their carrying amount and fair value less costs to sell except for assets such as deferred tax assets, assets arising from employee benefits financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised.

A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of derecognition.

Assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognized.

Assets classified as held for sale are presented separately from the other assets in the balance sheet under "Other Current Assets". The liabilities for assets held for sale are presented separately from other liabilities in the balance sheet.

(k) Financial Assets:

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset, except in the case of financial assets not recorded at fair value through profit or loss. Transaction costs of financial assets carried at fair value through profit or loss are expensed through the Statement of Profit and Loss.

ii. Subsequent measurement

For purposes of subsequent measurement, the Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in Statement of Profit and Loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Notes to Financial Statements for the year ended March 31, 2018

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in Statement of Profit and Loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through Other Comprehensive Income (FVOCI)

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss. Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through Profit or Loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through Profit or Loss is recognised in the Statement of Profit and Loss in the period in which it arises. Interest income from these financial assets is included in other income.

iii. Derecognition

A financial asset is derecognised only when:

- the rights to receive cash flows from the financial asset have expired, or
- the Company has transferred its rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows to one or more recipient

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset. Expected credit losses are recognized for all financial assets subsequent to initial recognition.

(l) Financial Liabilities

i. Classification as liability or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

ii. Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit or loss.

Notes to Financial Statements for the year ended March 31, 2018

iii. Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

iv. Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of Financial Year which are unpaid. The amounts are usually unsecured. Trade and other payables are presented as current liabilities unless payment is not due within twelve months after the reporting period. They are recognised initially at their fair value.

Provisions

The Company recognises a provision when there is a present legal or constructive obligation as result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liability

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

(m) Revenue recognition

i. Sale of goods

Revenue is recognised at the fair value of the consideration that can be reliably measured including excise duty and net of returns, trade discounts, volume based incentives, cost of promotional programs, sales tax and value added tax and other taxes as may be applicable, when all significant risk and rewards in the ownership of the goods are transferred to the buyer and it is probable that the future economic benefit will flow to the entity as per the terms of the contract, which usually co-incide with the delivery of the goods.

ii. Service Income

Service Income is recognised on cost plus basis as per the terms of the contract with customers, as and when the service is performed.

iii. Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

iv. Rental income

Rental income from operating leases where the Company is a lessor is recognised in income on a straight- line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the Balance Sheet based on their nature.

(n) Employee Benefits

i. Short Term Employee Benefits

Liabilities for salaries, wages and performance incentives including non- monetary benefits that are expected to be settled wholly within

twelve months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the Balance Sheet.

ii. Long term employee Benefits

- **Defined Contribution Plans**

Provident Fund, Superannuation Fund and Employee's State Insurance:

The Company has Defined Contribution Plans for its employees such as Provident Fund, Superannuation Fund, Employee's State Insurance etc. and contribution to these plans are charged to the Statement of Profit and Loss as incurred, as the Company has no further obligation beyond making the contributions.

- **Defined Benefit Plans**

Gratuity:

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur directly in other comprehensive income. They are included in retained earnings in the Statement of changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement of Profit and Loss as past service cost. Remeasurments are not reclassified to profit or loss in subsequent periods.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Provident Fund:

In respect of certain employees, Provident Fund contributions are made to a Trust administered by the Company. The interest rate payable by the trust to the beneficiaries every year is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and interest as per the notified rate. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of the year. Measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur directly in other comprehensive income. They are included in retained earnings in the Statement of changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement of Profit and Loss as past service cost. Remeasurments are not reclassified to profit or loss in subsequent periods.

Pension:

The Company provides for retirement/post-retirement benefits for certain employees in the form of Pension (Non-funded) which are in the nature of Defined Benefit Plans. Such benefits are provided for on the basis of an independent actuarial valuation done at the year-end using Projected Unit Credit Method. Measurement gains and losses arising

from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur directly in other comprehensive income. They are included in retained earnings in the Statement of changes in Equity and in the Balance Sheet. Remeasurments are not reclassified to profit or loss in subsequent periods.

- **Compensated Absences:**

  Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year and are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

  Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

- **Voluntary Retirement Scheme:**

  Expenditure on voluntary retirement scheme is charged to the Statement of Profit and Loss in the year in which incurred.

iii. Share based Payments

The Company does not provide any equity-based compensation to its employees. However, the parent Company, Colgate-Palmolive Company, U.S.A. ("the grantor") maintains equity incentive plans that provide for the grant of stock-based awards to its executive directors and certain categories of officers and employees. The 2009 Executive Incentive Compensation Plan and 2013 Incentive Compensation Plan ("Incentive Plan") provides for the grant of non-qualified and incentive stock options, as well as restricted stock units which are together referred to as employee stock options. Exercise prices in the case of non-qualified and incentive stock options are not less than the fair value of the underlying common stock of the grantor on the date of grant.

A stock option gives an employee, the right to purchase shares of Colgate-Palmolive Company common stock at a fixed price for a specific period of time. Stock options generally have a term of six years and vest over three years.

A restricted stock unit (RSU) provides an employee with a share of Colgate Palmolive Company common stock upon vesting. Restricted stock units vest in annual installments generally over a period of three years. Dividends will accrue with each restricted stock unit award granted subsequent to grant date.

Employee Stock Options (ESOPs') issued by the parent entity are accounted for as equity-settled as the Company has no obligation to settle the share-based payment transaction and also the shares are of parent Company.

Company recognises the expense over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied, as determined on the grant date, based on the fair value of the options/RSUs. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in the Statement of Profit and Loss, with a corresponding adjustment to equity.

In case where there is a clear link between the recharge from the parent company and the expense, Company will account the recharge as capital distribution even if the amount of recharge is more than the expense recognised over the vesting period (as the recharge is based on the intrinsic value).

Notes to Financial Statements for the year ended March 31, 2018

In case where the employee has not served the Company during the vesting period and for which they get the debit note from parent, the cost will be debited to management recharge expense.

Further, where the management recharge is not expected from the parent entity as the employee has been relocated to another group company i.e. the employee is not expected to render future services to the Company at the time of exercise of option, the Company transfers the proportionate amount of share options outstanding account related to such employees to Retained Earnings, after taking into consideration the probability of employees re-locating back to the Company.

(o) Income Tax

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with prevailing income tax law.

- **Current Tax**

  Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

- **Deferred Tax**

  Deferred tax is recognised for all the deductible temporary differences by using the liability method, only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company reassesses unrecognised deferred tax assets, if any.

  Deferred tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Unrecognised deferred tax assets are re assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered

(p) Leases

As a Lessee

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the Statement of Profit and Loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Notes to Financial Statements for the year ended March 31, 2018

(q) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director and Finance Director of the Company. The Company has identified 'Personal Care (including Oral Care)' as its only primary reportable segment, which primarily includes products such as Soaps, Cosmetics and Toilet Preparations.

(r) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

(s) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

(t) Contributed Equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(u) Earnings Per share

i. Basic Earnings per Share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the Financial Year, adjusted for bonus elements in equity shares issued during the year.

ii. Diluted Earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2. Critical accounting estimates and judgments

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgments are:

- Estimation of defined benefit obligation (Note 28)
- Estimation of Useful life of Property, plant and equipment and intangibles (Note 3)
- Estimation of taxes (Note 19 and 30)
- Estimation of impairment of trade receivables (Note 9)
- Estimation of provision and contingent liabilities (Note 24 and 31)
- Estimation of Share based payments to employees (Note 36)

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the group and that are believed to be reasonable under the circumstances.

Notes to Financial Statements for the year ended March 31, 2018

2A. Recent accounting pronouncements:

Standards issued but not yet effective
Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 was issued on March 29, 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under Ind AS. Either a full retrospective application or a modified retrospective application is required for annual periods beginning on or after April 1, 2018. The Company plans to adopt the new standard on the required effective date using the modified retrospective method.

During 2017 - 18, the Company performed a detailed assessment of Ind AS 115 to determine the impact in its financial statement. The new standard is not expected to have a material impact on the amount or timing of recognition of reported revenue.

The presentation and disclosure requirements in Ind AS 115 are more detailed than under current Ind AS. The presentation requirements represent a significant change from current practice and significantly increases the volume of disclosures required in the Company's financial statements. The Company is currently evaluating the requirements of these disclosures in its financial statements.

Amendments to Ind AS 112 Disclosure of Interests in Other Entities: Clarification of the scope of disclosure requirements in Ind AS 112

The amendments clarify that the disclosure requirements in Ind AS 112, other than those in paragraphs B10–B16, apply to an entity's interest in a subsidiary, a joint venture or an associate (or a portion of its interest in a joint venture or an associate) that is classified (or included in a disposal group that is classified) as held for sale.

The amendment does not impact the financial statements of the Company.

Amendments to Ind AS 12 Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after April 1, 2018.

The amendment does not impact the financial statements of the company.

Transfers of Investment Property - Amendments to Ind AS 40

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use.

Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that

date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight.

The amendments are effective for annual periods beginning on or after April 1, 2018.

The amendment is not expected to have a material impact on the Company's Financial Statement.

Ind AS 28 Investments in Associates and Joint Ventures – Clarification that measuring investees at fair value through profit or loss is an investment- by- investment choice

The amendments clarify that:

- An entity that is a venture capital organisation, or other qualifying entity, may elect, at initial recognition on an investment-by-investment basis, to measure its investments in associates and joint ventures at fair value through profit or loss
- If an entity, that is not itself an investment entity, has an interest in an associate or joint venture that is an investment entity, the entity may, when applying the equity method, elect to retain the fair value measurement applied by that investment entity associate or joint venture to the investment entity associate's or joint venture's interests in subsidiaries. This election is made separately for each investment entity associate or joint venture, at the later of the date on which: (a) the investment entity associate or joint venture is initially recognised; (b) the associate or joint venture becomes an investment entity; and (c) the investment entity associate or joint venture first becomes a parent.

  The amendments should be applied retrospectively and are effective from April 1, 2018.

  The amendment does not impact the financial statements of the company.

Appendix B to Ind AS 21 Foreign Currency Transactions and Advance Consideration

The Appendix clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine the transaction date for each payment or receipt of advance consideration.

Entities may apply the Appendix requirements on a fully retrospective basis. Alternatively, an entity may apply these requirements prospectively to all assets, expenses and income in its scope that are initially recognised on or after:

(i) The beginning of the reporting period in which the entity first applies the Appendix, or

(ii) The beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the Appendix.

The Appendix is effective for annual periods beginning on or after April 1, 2018.

The amendment is not expected to have a material impact on the Company's Financial Statement.

Notes to the Financial Statements for the year ended March 31, 2018

Note 3 (A) (I) : Property, Plant and Equipment ₹ Lacs

	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount
Particulars	Cost as at April 1, 2017	Additions	Disposals/ Transfers	**As at March 31, 2018**	As at April 1, 2017	Depreciation for the year	Disposals/ Transfers	**As at March 31, 2018**	**As at March 31, 2018**
Land- Leasehold [Refer Note (i) below]	75,21.37	2,64.81	–	**77,86.18**	1,45.92	81.87	–	**2,27.79**	**75,58.39**
Buildings [Refer Note (ii) and (iv) below]	348,20.85	59,60.72	–	**407,81.57**	35,26.03	20,89.75	–	**56,15.78**	**351,65.79**
Plant and Equipment	870,78.55	121,92.72	80.49	**991,90.78**	188,94.43	121,60.37	43.05	**310,11.75**	**681,79.03**
Furniture and Fixtures	18,58.41	5,77.19	3.48	**24,32.12**	8,23.55	7,38.48	2.47	**15,59.56**	**8,72.56**
Office Equipment	38,86.57	4,74.39	–	**43,60.96**	9,64.97	5,80.53	–	**15,45.50**	**28,15.46**
Total Assets	**1,351,65.75**	**194,69.83**	**83.97**	**1,545,51.61**	**243,54.90**	**156,51.00**	**45.52**	**399,60.38**	**1,145,91.23**
Capital Work-in-Progress [Refer Note 3 B below]									**158,57.57**

(i) Land - Leasehold includes lease rights in respect of the land in the possession of the Company under Lease with Industrial Area Development Agency at Baddi, Goa Industrial Development Corporation at Goa and Sri city (P) Limited at Sricity, Andhra Pradesh, Gujarat Industrial Development Corporation (GIDC) at Sanand.

(ii) Buildings include : (a) Factory Building at Sewri and leasehold rights in the land on which the building stands. While the ownership of the Factory Building is in the name of the Company, the Mumbai Port Trust (MPT) has not yet effected formal transfer of lease rights in the said land, in favour of the Company. As regards the plot of land adjoining the factory building, MPT has revoked its offer of assignment. The Company has made a representation to MPT in this respect and the matter is pending. The stamp duty and legal costs for such transfer will be capitalised when paid, (b) Research Centre at Powai, Mumbai, (c) Factory Building at Baddi, (d) Factory Buildings at Goa, (e) Factory Buildings at Sanand and (f) Factory Building at Sricity.

(iii) Refer to Note 32(A) for disclosures of contractual commitments for the acquisition of property, plant and equipment.

(iv) Buildings include investment property with net carrying value of ₹ 2,51.82 Lacs (March 31, 2017 : ₹ 2,64.38 Lacs) and fair value of ₹ 34,00 Lacs (March 31, 2017 : ₹ 33,60 Lacs). Fair value is determined based on an annual evaluation performed by an accredited external independent valuer using discounted cashflow method.The significant unobervable inputs considered includes estimated rental value per sq. per month ₹ 110/- to ₹ 140/-, growth rate p.a 5%, discount rate 12%. The rental income and depreciation expense for the year ended March 31, 2018 are ₹ 1,96.88 Lacs and ₹ 12.56 lacs respectively. (Refer Note 32 B (ii)).

Note 3 (A) (II) : Property, Plant and Equipment ₹ Lacs

	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount
Particulars	Cost as at April 1, 2016	Additions	Disposals / Transfers	**As at March 31, 2017**	As at April 1, 2016	Depreciation for the year	Disposals / Transfers	**As at March 31, 2017**	**As at March 31, 2017**
Land- Leasehold	67,66.10	7,55.27	–	**75,21.37**	72.90	73.02	–	**1,45.92**	**73,75.45**
Buildings	328,89.58	19,31.27	–	**348,20.85**	16,61.11	18,64.92	–	**35,26.03**	**312,94.82**
Plant and Equipment	684,26.07	186,52.68	0.20	**870,78.55**	85,22.54	103,72.01	0.12	**188,94.43**	**681,84.12**
Furniture and Fixtures	15,53.72	3,04.75	0.06	**18,58.41**	3,04.22	5,19.34	0.01	**8,23.55**	**10,34.86**
Office Equipment	22,09.16	16,77.41	–	**38,86.57**	4,69.98	4,94.99	–	**9,64.97**	**29,21.60**
Total Assets	**1,118,44.63**	**233,21.38**	**0.26**	**1,351,65.75**	**110,30.75**	**133,24.28**	**0.13**	**243,54.90**	**1,108,10.85**
Capital Work-in-Progress [Refer Note 3 B below]									**166,59.11**

Notes to the Financial Statements for the year ended March 31, 2018

(i) Bifurcation of original gross and net carrying amount of Property, Plant and Equipment:

₹ Lacs

Particulars	As at March 31, 2017			As at March 31, 2018		
	Gross Carrying Amount	Accumulated Depreciation	Net Carrying Amount	Gross Carrying Amount	Accumulated Depreciation	Net Carrying Amount
Land- Leasehold	76,60.56	2,85.11	73,75.45	79,25.37	3,66.98	75,58.39
Buildings	408,05.47	95,10.65	312,94.82	467,66.19	116,00.40	351,65.79
Plant and Equipment	1,144,61.55	462,77.43	681,84.12	1,260,75.64	578,96.61	681,79.03
Furniture and Fixtures	30,66.39	20,31.53	10,34.86	36,36.29	27,63.73	8,72.56
Office Equipment	58,88.19	29,66.59	29,21.60	63,62.58	35,47.12	28,15.46
Total Assets	**1,718,82.16**	**610,71.31**	**1,108,10.85**	**1,907,66.07**	**761,74.84**	**1,145,91.23**

Note 3 (B) : Capital Work-in-Progress

Capital Work-in-Progress movement during the year

₹ Lacs

Particulars	As at March 31, 2017	As at March 31, 2018
Opening	78,37.44	166,59.11
Add - Addition during the year	321,43.05	186,68.29
Less - Capitalised during the year	233,21.38	194,69.83
Closing	**166,59.11**	**158,57.57**

Capital Work-in-Progress includes ₹ 3,48.84 lacs (March 31, 2017 - ₹ 5,08.19 lacs) being salary of ₹ 1,69.16 lacs (March 31, 2017 - ₹ 2,07.11 lacs) and other expenses of ₹ 1,79.68 Lacs (March 31, 2017 - Rs. 3,01.08 Lacs) incurred towards capital projects. Salary and other expenses disclosed in Note 28 and Note 29 respectively are net of amounts included in CWIP.

Note 3 (C): Intangible Assets

The Gross carrying value of intangible assets of ₹ 90,66.41 lacs have been fully depreciated and the carrying value as at March 31, 2018 is Nil (March 31, 2017 - Nil).

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Note 4: Non-Current Investments		
Investment in Bonds at amortised cost (Unquoted):		
1,200 6.70% (Tax-Free) Indian Railway Finance Corporation Bonds (Series-68B) of face value of ₹ 100,000 each	**12,53.52**	12,53.74
800 7.51% (Tax- Free) Secured, Redeemable, Non-Convertible Bonds of Power Finance Corporation Limited (Series-79A) of face value of ₹ 100,000 each	**8,27.65**	8,27.65
99,675 8.20% (Tax-Free) Secured, Redeemable, Non-Convertible Bonds of Power Finance Corporation Limited (Series-I) of face value of ₹ 1,000 each	**10,34.37**	10,34.37
	31,15.54	31,15.76

Notes to the Financial Statements for the year ended March 31, 2018

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Note 5: Non-Current Loans		
Secured and Considered Good		
Loans to Employees	**3,06.40**	2,67.20
	3,06.40	2,67.20
Note 6: Other Non-Current Financial Assets		
Security Deposits (Amortised Cost)	**18,96.15**	19,47.39
Deposits with banks (with maturity period of more than 12 months) *	**4,10.05**	4,00.26
	23,06.20	23,47.65
*Held as lien by Banks against Bank Guarantees issued to Regulatory authorities in the normal course of business.		
Note 7: Other Non-current Assets		
Capital Advances [Refer Note 32 (A)]	**28,25.05**	30,99.65
Deposits with Government and other authorities	**6,61.19**	8,24.87
Prepaid Expenses	**4,34.94**	2,32.97
	39,21.18	41,57.49
Note 8: Inventories		
Raw and Packing Materials	**50,85.70**	45,76.40
Work-in-Progress	**11,85.82**	12,65.31
Finished Goods	**104,75.88**	169,35.70
Stock-in-Trade [includes goods in transit ₹ 4,38.94 Lacs, (March 31, 2017: ₹ 4,06.07 Lacs)]	**36,45.11**	44,60.05
Stores and Spares	**22,78.04**	20,17.64
	226,70.55	292,55.10
Note 9: Trade Receivables		
Trade Receivables	**158,33.28**	96,18.82
Receivables from related parties [Refer Note 35]	**47,76.20**	38,61.74
Less : Allowance for doubtful debts	**(5,06.24)**	(4,90.94)
	201,03.24	129,89.62
Unsecured and Considered Good	**201,03.24**	129,89.62
Doubtful	**5,06.24**	4,90.94
Allowance for doubtful debts	**(5,06.24)**	(4,90.94)
Total Trade Receivables	**201,03.24**	129,89.62

Notes to the Financial Statements for the year ended March 31, 2018

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Note 10: Cash and Cash Equivalents		
Bank Balances in:		
- Current Accounts	**23,69.29**	7,56.58
- Deposit Accounts (with less than 3 months original maturity)	**281,69.67**	190,99.86
	305,38.96	198,56.44
Note 11: Other Bank Balances		
Earmarked balances with Banks in:		
- Unpaid Dividend Account - Third Interim Dividend	**135,99.28**	81,59.57
- Unpaid Dividend Account	**14,03.63**	13,41.68
- Unpaid Share Capital Reduction Account (Year 2007)	**74.27**	72.75
	150,77.18	95,74.00
Note 12: Current Loans		
Secured and Considered Good		
Loans to Employees	**82.27**	73.57
Unsecured and Considered Good		
Inter-Corporate Deposits*	**89,76.00**	62,21.79
	90,58.27	62,95.36
*Inter-Corporate Deposits includes amounts given to Varsa Plastic ₹ 7,35.11 lacs (March 31, 2017 ₹ Nil) with maturity period of 91 days (March 31, 2017 -Nil), HDFC ₹ 76,00 lacs (March 31, 2017 ₹ 50,50 lacs) with maturity period of 41 to 48 days (March 31, 2017 - 20 to 24 days), Contemporary Targett P. Ltd. ₹ 6,25 lacs (March 31, 2017 ₹11,20 lacs) with maturity period of 91 days (March 31, 2017 - 88 to 91 days)		
Note 13: Other Current Financial Assets		
Receivables from Related Parties [Refer Note 35]	**2,60.75**	3,08.87
Security Deposits	**3,72.73**	3,28.52
Insurance Claims Receivable	**36.02**	8.27
	6,69.50	6,45.66
Note 14: Other Current Assets		
Balances with Government Authorities	**56,05.91**	38,63.76
Prepaid Expenses	**12,48.70**	9,63.04
Advances to Suppliers	**8,00.02**	18,80.77
Employee Advances	**1,48.46**	1,27.89
Assets held for sale [Refer Note 42]	**40.76**	40.76
Fringe Benefit Advance Tax	**69.78**	69.78
Defined Benefit Plan asset - Gratuity [Refer Note 28 II (B) (iv) (a)]	**40.61**	–
	79,54.24	69,46.00

Notes to the Financial Statements for the year ended March 31, 2018

Note 15: Equity Share Capital

Authorised Equity Share Capital:

	Number of shares	Amount ₹ Lacs
As at April 1, 2017	1,37,00,00,000	137,00.00
Increase during the year	–	–
As at March 31, 2018	**1,37,00,00,000**	137,00.00

Issued, Subscribed and Paid-up:

(A) Movement in Equity Share Capital	Number of shares	Equity Share Capital (par value in Lacs)
As at April 1, 2016	27,19,85,634	27,19.86
Increase / (Decrease) during the year	–	–
As at March 31, 2017	**27,19,85,634**	27,19.86
Increase / (Decrease) during the year	–	–
As at March 31, 2018	**27,19,85,634**	27,19.86

(B) Rights, Preferences and Restrictions attached to Equity Shares:

The Company has one class of Equity Shares having par value of ₹ 1 per share. Each Shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(C) Shares held by Ultimate Holding Company and its Subsidiaries: **₹ Lacs**

	As at March 31, 2018	As at March 31, 2017
Colgate-Palmolive Company, U.S.A., the Ultimate Holding Company 108,952,694 (March 31, 2017 - 108,952,694) equity shares.	**10,89.53**	10,89.53
Colgate-Palmolive (Asia) Pte Ltd., Singapore, Subsidiary of the Ultimate Holding Company 29,758,852 (March 31, 2017 - 29,758,852) equity shares.	**2,97.59**	2,97.59
Norwood International Incorporated, U.S.A., Subsidiary of the Ultimate Holding Company 1,126 (March 31, 2017 - 1,126) equity shares.	**0.01**	0.01

(D) Details of Shareholders holding more than 5% of the aggregate Shares in the Company:

	As at March 31, 2018	As at March 31, 2017
Colgate-Palmolive Company, U.S.A.		
Number of Shares	**10,89,52,694**	10,89,52,694
% of Holding	**40.06**	40.06
Colgate-Palmolive (Asia) Pte Ltd., Singapore		
Number of Shares	**2,97,58,852**	2,97,58,852
% of Holding	**10.94**	10.94
Life Insurance Corporation of India (LIC)		
Number of Shares	**2,23,96,511**	1,50,76,523
% of Holding	**8.23**	5.54

Notes to the Financial Statements for the year ended March 31, 2018

(E) Aggregate number of equity shares issued as bonus, shares during the period of five years immediately preceding the reporting date

	Number of shares	Equity Share Capital (par value in Lacs)
Equity shares allotted as fully paid bonus shares in the year 2015-16	**13,59,92,817**	13,59.93

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Note 16: Other Equity		
Securities Premium Account	**12,79.93**	12,79.93
General Reserve	**384,37.13**	384,37.13
Share Options Outstanding Account	**5,90.69**	5,60.98
Retained Earnings	**1,094,33.08**	843,81.81
Total Other Equity	**1,497,40.83**	1,246,59.85
(i) Securities Premium reserve		
Balance at the beginning of the year	**12,79.93**	12,79.93
Add: Movement during the year	**–**	**–**
Balance at the end of the year	**12,79.93**	12,79.93

(Securities Premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act)

(ii) General Reserve		
Balance at the beginning of the year	**384,37.13**	384,37.13
Less: Utilised for issue of Bonus Shares	**–**	**–**
Balance at the end of the year	**384,37.13**	384,37.13
(iii) Share Options Outstanding account [Refer Note 36]		
Balance at the beginning of the year	**5,60.98**	11,40.33
Add: Employee stock option expense	**9,41.64**	8,85.70
Less: Transferred to Retained Earnings for employees transferred during the year	**(1,62.38)**	(3,64.60)
Less: Employee stock option exercised during the year	**(9,22.27)**	(13,50.61)
Add: Tax Adjustment on above	**1,72.72**	2,50.16
Balance at the end of the year	**5,90.69**	5,60.98

Notes to the Financial Statements for the year ended March 31, 2018

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
(iv) Retained Earnings		
Balance at the beginning of the year	**843,81.81**	595,26.56
Add: Profit for the year	**673,37.49**	577,43.24
Less: Other Comprehensive Income/(expense)	**1,07.63**	(5,17.03)
Add: Transferred from Share Options Outstanding account for employees transferred during the year	**1,62.38**	3,64.60
Less: Appropriations		
- First Interim Dividend [₹ 4/- per share(2017 - ₹ 4/- per share)]	**(108,79.43)**	(108,79.43)
- Second Interim Dividend [₹ 4/- per share(2017 - ₹ 3/- per share)]	**(108,79.43)**	(81,59.57)
- Third Interim Dividend [₹ 5/- per share(2017 - ₹ 3/- per share)]	**(135,99.28)**	(81,59.57)
- Dividend Distribution Tax	**(71,98.09)**	(55,36.99)
Balance at the end of the year	**1,094,33.08**	843,81.81
	1,497,40.83	1,246,59.85
Note 17: Other Non-Current Financial Liabilities		
Security Deposits	**1,33.13**	1,14.23
	1,33.13	1,14.23
Note 18: Non-Current Provisions		
Provision for Employee Benefits:		
- Gratuity [Refer Note 28 II (B) (iv) (a)]	**-**	5,23.57
- Pension [Refer Note 28 II (B) (v)]	**33.27**	72.41
- Compensated Absences [Refer Note 28 III]	**18,76.69**	19,17.34
	19,09.96	25,13.32
Note 19: Deferred Tax (Assets) / Liabilities [Net]		
The balance comprises temporary differences attributable to:		
Deferred Tax Liabilities:		
Difference between carrying value of property, plant and equipment and written down value for as per tax	**80,35.25**	69,43.55
Deferred Tax Assets:		
Impact of indexation on leasehold land	**(7,01.47)**	(6,46.52)
Voluntary retirement obligation	**(4,08.93)**	(6,07.49)
Expenses allowable on payment basis for tax purposes	**(16,80.76)**	(9,74.86)
Employee benefits	**(15,15.35)**	(17,97.02)
Impairment of trade receivables	**(1,76.90)**	(1,69.90)
	35,51.84	27,47.76

Notes to the Financial Statements for the year ended March 31, 2018

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Movement in Deferred Tax (Assets) / Liabilities		
Opening balance as of April 01	**27,47.76**	9,67.35
Tax income/(expense) during the period recognised in profit or loss	**7,47.12**	20,54.05
Tax income/(expense) during the period recognised in OCI	**56.96**	(2,73.64)
Closing balance as at March 31	**35,51.84**	27,47.76
Note 20: Other Non-Current Liabilities		
Payable under Voluntary Retirement Scheme	**51.22**	54.95
	51.22	54.95
Note 21: Trade Payables		
Trade Payables [Refer Note 40]	**539,05.82**	463,76.26
Trade Payable to related parties [Refer Note 35]	**75,40.98**	133,69.89
	614,46.80	597,46.15
Note 22: Other Current Financial Liabilities		
Unpaid Dividends* :		
- Third Interim Dividend**	**135,99.28**	81,59.57
- Others**	**14,03.63**	13,41.68
Unpaid Balance for Share Capital Reduction (Year 2007)	**74.27**	72.75
Capital Creditors	**7,45.26**	32,43.97
	158,22.44	128,17.97

*There are no amounts due for payment to the Investor Education and Protection Fund (IEPF) under Section 125 of the Companies Act, 2013 as at the year end as per the Company records.

** Considered for movement in liabilities arising from financing activities in cashflow.

Note 23: Other Current Liabilities		
Payable towards Statutory Liabilities	**20,52.91**	69,63.81
Employee Benefits Payable	**71,96.89**	53,03.15
Payable under Voluntary Retirement Scheme	**4.83**	4.83
Advances from Customers and others	**9,84.67**	9,39.18
	102,39.30	132,10.97

Notes to the Financial Statements for the year ended March 31, 2018

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Note 24: Current Provisions		
Provision for Employee Benefits :		
- Gratuity [Refer Note 28 II (B) (iv) (a)]	**–**	7,50.00
- Pension [Refer Note 28 II (B) (v)]	**47.86**	**–**
- Compensated Absences [Refer Note 28 III]	**3,55.81**	2,30.43
Others:		
Provision for Statutory Liabilities [Refer Note (A)]	**32,87.32**	21,17.13
Other Matter [Refer Note (B)]	**23,43.64**	20,21.37
	60,34.63	51,18.93
(A) Provision for Statutory Liabilities		
Opening Balance	**21,17.13**	20,00.15
Add: Provision made	**11,71.25**	1,28.24
Less: Provision Utilised/Reversed	**(1.06)**	(11.26)
Closing Balance	**32,87.32**	21,17.13
Future cash flow in respect of the above, if any, is determinable only on receipt of judgements/decisions pending with relevant authorities.		
(B) Other Matter		
Opening Balance	**20,21.37**	17,15.78
Add: Provision made	**3,22.27**	3,05.59
Closing Balance	**23,43.64**	20,21.37
Provision for other matter represents claim against the Company not acknowledged as debt that may materialise in respect of matter of a Leased Property in dispute.		

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Note 25: Revenue from Operations		
Sale of Products (including excise duty)*	**4,299,89.36**	4,489,84.55
Other Operating Revenue		
- Service Income	**25,14.81**	26,99.79
- Scrap Sales	**3,38.27**	3,35.48
	4,328,42.44	4,520,19.82

*Sales for the year ended March 31, 2018 is gross of excise duty for the period till June 30, 2017 and subsequent to that, net of GST and sales for the year ended March 31,2017 is gross of excise duty.

Notes to the Financial Statements for the year ended March 31, 2018

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Note 26: Other Income		
Interest income on Financial Assets at Amortised cost	**27,25.35**	28,16.82
Interest income from Unwinding of discount on security deposits	**1,76.85**	1,01.70
Interest Income on Income tax Refund	**–**	52.58
Lease Rentals [Refer Note 32 (B) (ii)]	**1,96.88**	1,98.45
Exchange Gain (Net)	**–**	1,82.14
Net gain on disposal of property, plant and equipment	**–**	0.57
Provisions no Longer Required Written Back	**–**	1,48.11
Miscellaneous Income	**7,82.97**	6,12.06
	38,82.05	41,12.43

Note 27: Changes in inventories of Finished Goods, Stock-in-Trade, and Work-in-Progress:			
Opening Stock			
Finished Goods	**169,35.70**		165,75.84
Stock-in-Trade	**44,60.05**		47,68.81
Work-in-Progress	**12,65.31**		15,74.33
		226,61.06	229,18.98
Less: Closing Stock			
Finished Goods	**104,75.88**		169,35.70
Stock-in-Trade	**36,45.11**		44,60.05
Work-in-Progress	**11,85.82**		12,65.31
		153,06.81	226,61.06
Increase/(Decrease) in Excise Duty on Finished Goods		**(56,86.27)**	3,00.48
		16,67.98	5,58.40

Note 28: Employee Benefits Expense		
Salaries, Wages and Bonus	**262,36.86**	246,02.06
Contribution to Provident Fund, Gratuity and Other Funds	**21,94.52**	19,58.62
Share Based Payments to Employees [Refer Note 36 (c)]	**9,41.64**	8,85.70
Compensated Absences	**2,56.59**	4,54.16
Staff Welfare Expenses	**9,63.88**	9,49.71
	305,93.49	288,50.25

Notes to the Financial Statements for the year ended March 31, 2018

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
I Defined Contribution Plans		
Charge to Statement of Profit and Loss for Defined Contribution Plans:		
- Employers' Contribution to Provident Fund	**81.13**	70.85
- Employers' Contribution to Superannuation Fund	**1,59.61**	1,56.35
- Employers' Contribution to Employee's State Insurance	**50.34**	32.07
- Employers' Contribution to Employee's Pension Scheme 1995	**3,09.10**	3,21.59
- Employers' Contribution to National Pension Scheme	**93.30**	90.08
Total (Included in Employee Benefits Expense - Contribution to Provident Fund, Gratuity and Other Funds)	**6,93.48**	6,70.94

II Defined Benefit Plans

Contribution to Gratuity Fund (Funded Scheme), Provident Fund (Funded Scheme) and accrued liability towards Pension Scheme (Non-Funded Scheme).
In accordance with Ind AS 19, Actuarial valuation was performed in respect of the aforesaid defined benefit plans.

A Significant actuarial assumptions were as follows:

	Year Ended March 31, 2018	Year Ended March 31, 2017
Discount Rate (per annum)	**7.85%**	7.20%
Rate of increase in Compensation levels	**7.00%**	7.00%

B Balance Sheet Amounts

i) Balance sheet amounts- Gratuity

The Company provides for gratuity for employees as per the Company policy. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of Gratuity is payable on retirement/termination of the employee's based on last drawn basic salary per month multiplied for the number of years of service. The Company has established 'Colgate-Palmolive India Gratuity Fund for Workmen' and 'Colgate-Palmolive India Gratuity Fund for Non-Workmen' to which the Company makes contribution.

₹ Lacs

Particulars	**Present value of obligation (A)**	**Fair value of plan assets (B)**	**Net Amount (A)-(B)**
Beginning Balance as at April 1, 2016	51,26.97	43,63.84	7,63.13
Current service cost	4,55.06	–	4,55.06
Interest expense	4,01.77	3,68.51	33.26
Total amount recognised in the Statement of Profit and Loss	**8,56.83**	**3,68.51**	**4,88.32**

Notes to the Financial Statements for the year ended March 31, 2018

B) Balance Sheet Amounts (Contd.)

₹ Lacs

Particulars	Present value of obligation (A)	Fair value of plan assets (B)	Net Amount (A)-(B)
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	–	2,38.49	(2,38.49)
Loss from change in financial assumptions	6,86.95	–	6,86.95
Experience losses	3,49.09	–	3,49.09
Change in asset ceiling, excluding amounts included in interest expense	–	–	–
Gain from change in demographic assumptions	(12.59)	–	(12.59)
Total amount recognised in other comprehensive income	**10,23.45**	**2,38.49**	**7,84.96**
Employers contributions	-	7,62.84	(7,62.84)
Benefit payments	(7,09.11)	(7,09.11)	–
Ending Balance as at March 31, 2017	**62,98.14**	**50,24.57**	**12,73.57**
Beginning Balance as at April 1, 2017	62,98.14	50,24.57	12,73.57
Current service cost (i)	5,76.39	–	5,76.39
Past service cost (ii)	0.92	–	0.92
Interest expense (iii)	4,39.89	3,75.19	64.70
Total amount recognised in the Statement of Profit and Loss (i+ii+iii)	**10,17.20**	**3,75.19**	**6,42.01**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	–	(1,79.53)	1,79.53
Loss from change in financial assumptions	(5,21.63)	–	(5,21.63)
Experience losses	1,86.33	–	1,86.33
Gain from change in demographic assumptions	(6.85)	–	(6.85)
Total amount recognised in other comprehensive income	**(3,42.15)**	**(1,79.53)**	**(1,62.62)**
Employers contributions	–	17,93.57	(17,93.57)
Benefit payments	(9,08.75)	(9,08.75)	–
Ending Balance as at March 31, 2018	**60,64.44**	**61,05.05**	**(40.61)**

ii) Balance sheet amounts- Provident Fund

The Company has established 'Colgate-Palmolive (India) Limited Provident Fund' in respect of certain employees to which both the employee and the employer make contribution. Such contribution to the provident fund for all employees, are charged to the Statement of Profit and Loss. In case of any liability arising due to shortfall between the return from its investments and the guaranteed specified interest rate, the same is provided for by the Company. The actuary has provided an actuarial valuation and the interest shortfall liability if any has been provided in the books of accounts after considering the assets available with the Company's Provident Fund Trust.The guaranteed rate of return (p.a) is 8.55% (March 31,2017 - 8.65%)

Notes to the Financial Statements for the year ended March 31, 2018

B) Balance Sheet Amounts (Contd.)

₹ Lacs

Particulars	Present value of obligation (A)	Fair value of plan assets (B)	Net Amount (A)-(B)
Beginning Balance as at April 1, 2016	137,69.75	137,69.75	–
Current service cost	8,53.24	–	8,53.24
Interest expense	11,38.08	11,38.08	–
Total amount recognised in the Statement of Profit and Loss	**19,91.32**	**11,38.08**	**8,53.24**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	–	65.24	(65.24)
(Gain)/loss from change in financial assumptions	–	–	–
Experience losses	65.24	–	65.24
Total amount recognised in other comprehensive income	**65.24**	**65.24**	**–**
Contributions:			
Employers	–	8,53.24	(8,53.24)
Employee	14,14.88	14,14.88	–
Payment for plan:			
Benefit payments	(9,70.80)	(9,70.80)	–
Settlements	(1,24.26)	(1,24.26)	–
Ending Balance as at March 31, 2017	**161,46.13**	**161,46.13**	**–**
Beginning Balance as at April 1, 2017	161,46.14	161,46.14	–
Current service cost	9,13.59	–	9,13.59
Interest expense	11,64.33	11,64.33	–
Total amount recognised in the Statement of Profit and Loss	**20,77.92**	**11,64.33**	**9,13.59**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	–	2,28.00	(2,28.00)
Experience losses	2,28.00	–	2,28.00
Total amount recognised in other comprehensive income	**2,28.00**	**2,28.00**	**–**
Contributions:			
Employers	–	9,13.59	(9,13.59)
Employee	16,17.39	16,17.39	–
Payment for plan:			
Benefit payments	(17,77.08)	(17,77.08)	–
Settlements	(4,08.11)	(4,08.11)	–
Ending Balance as at March 31, 2018	**178,84.26**	**178,84.26**	**–**

Notes to the Financial Statements for the year ended March 31, 2018

B) Balance Sheet Amounts (Contd.)

iii) Balance sheet amounts- Pension (Non Funded Scheme)

The Company operates a defined benefit pension plan. The pension benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Particulars	₹ Lacs Present value of obligation
Beginning Balance as at April 1, 2016	57.38
Current service cost	4.68
Interest expense	4.62
Total amount recognised in Statement of Profit and Loss	**9.30**
Remeasurements	
Loss from change in financial assumptions	3.38
Experience losses	2.35
Total amount recognised in other comprehensive income	**5.73**
Benefit payments	–
Ending Balance as at March 31, 2017	**72.41**
Beginning Balance as at April 1, 2017	72.41
Current service cost	5.49
Interest expense	5.21
Total amount recognised in Statement of Profit and Loss	**10.70**
Remeasurements	
(Gain) from change in financial assumptions	(2.56)
Experience losses	0.58
Total amount recognised in other comprehensive income	**(1.98)**
Benefit payments	–
Ending Balance as at March 31, 2018	**81.13**

Notes to the Financial Statements for the year ended March 31, 2018

B) Balance Sheet Amounts (Contd.)

(iv) Amount recognised in the Balance Sheet (Funded Scheme)

a) Gratuity

	Year Ended	
	March 31, 2018 ₹ Lacs	March 31, 2017 ₹ Lacs
Present Value of Obligation as at the end of the year	**60,64.44**	62,98.14
Fair Value of Funded Plan Assets as at the end of the year	**(61,05.05)**	(50,24.57)
Liability recognised in the Balance Sheet	**(40.61)**	12,73.57

[Included in Other Current Asset ₹ 40.61 Lacs (Refer Note 14) (March 31, 2017 - In Non Current Provision ₹ 5,23.57 Lacs (Refer Note 18) and in Current Provision ₹ 7,50.00 Lacs (Refer Note 24)].

b) Provident Fund (Funded Scheme)

	Year Ended	
	March 31, 2018 ₹ Lacs	March 31, 2017 ₹ Lacs
Present Value of Obligation of Funded Plan as at the end of the year	**178,84.26**	161,46.13
Fair Value of Funded Plan Assets as at the end of the year	**178,84.26**	161,46.13
Liability recognised in the Balance Sheet	**–**	–

(v) Amount recognised in the Balance Sheet (Non-funded Scheme: Pension)

a) Pension

	Year Ended	
	March 31, 2018 ₹ Lacs	March 31, 2017 ₹ Lacs
Present Value of Obligation of Unfunded Plan as at the end of the year	**81.13**	72.41
Liability recognised in the Balance Sheet	**81.13**	72.41

[Included in Non-Current Provisions ₹ 33.27 Lacs (March 31, 2017 ₹ 72.41 Lacs) (Refer Note 18) and in Current Provision ₹ 47.86 Lacs (March 31, 2017 ₹ Nil) (Refer Note 24)]

(vi) Percentage of each category of Plan Assets to Total Fair Value of Plan Assets

	Year Ended	
	March 31, 2018 %	March 31, 2017 %
a) Gratuity		
Category of Assets (% Allocation)		
Government of India Securities	**0%**	1%
Insurer Managed Funds	**100%**	98%
Others	**0%**	1%
b) Provident Fund		
Category of Assets (% Allocation)		
Government of India Securities	**40%**	40%
Other Debt Instruments	**51%**	53%
Equity instruments	**4%**	3%
Others	**5%**	4%

Notes to the Financial Statements for the year ended March 31, 2018

C) Sensitivity Analysis

	Year Ended	
	March 31, 2018	March 31, 2017
i) Gratuity		
Discount Rate:		
Impact of increase in 50 bps on DBO	**-5.98%**	-6.63%
Impact of decrease in 50 bps on DBO	**6.53%**	7.29%
Salary Escalation Rate:		
Impact of increase in 50 bps on DBO	**6.55%**	7.24%
Impact of decrease in 50 bps on DBO	**-6.05%**	-6.67%
ii) Provident Fund		
Guaranteed Rate of Return:		
Impact of increase in 100 bps on DBO	**5.20%**	7.11%
Impact of decrease in 100 bps on DBO	**–**	–
iii) Pension		
Discount Rate:		
Impact of increase in 50 bps on DBO	**-2.30%**	-2.79%
Impact of decrease in 50 bps on DBO	**2.41%**	2.93%

D) Projected Plan Cash flow:

The expected contribution payable to the Gratuity plan for the year ended March 31, 2018 is ₹ 4,00 Lacs. The weighted average duration to the payment of these cash flows for Gratuity is 12.49 years (March 31, 2017 : 13.89 years) and for Pension is 4.71 years (March 31, 2017 : 5.72 years)

	Year Ended	
Expected cash flow profile of the benefits to be paid to the current Membership of the plan: Gratuity	**March 31, 2018**	March 31, 2017
Less than a year	**2,45.71**	3,77.19
Between 1- 2 years	**1,52.56**	1,98.83
Between 2- 5 years	**8,04.75**	3,83.83
Between 5- 9 years	**20,67.14**	18,26.67
10 years and above	**168,37.78**	181,58.03
Expected cash flow profile of the benefits to be paid to the current Membership of the plan: Pension		
Between 2- 5 years	**47.86**	45.00
10 years and above	**78.24**	71.00

Notes to the Financial Statements for the year ended March 31, 2018

III Other Employee Benefit

The liability for Compensated Absences as at the year end is **₹ 22,32.50 Lacs** (March 31, 2017 : ₹ 21,47.77 Lacs).

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Included in :		
Non-Current Provisions (Refer Note 18)	**18,76.69**	19,17.34
Current Provisions (Refer Note 24)	**3,55.81**	2,30.43
	22,32.50	21,47.77
Movement of Compensated Absences:		
Balance at the beginning of the year	**21,47.77**	18,82.50
Add: Charge during the year	**2,56.59**	4,54.16
Less: Amount paid during the year	**1,71.86**	1,88.89
Balance at the end of the year	**22,32.50**	21,47.77

		Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Note 29: Other Expenses			
Consumption of Stores and Spares		**23,28.54**	19,93.26
Processing Charges		**8,10.14**	9,07.01
Power and Fuel		**44,16.06**	44,04.44
Freight and Forwarding Charges		**131,54.45**	142,36.87
Lease Rentals [Refer Note 32 B]		**41,40.59**	40,56.25
Rates and Taxes		**4,86.81**	1,181.95
Insurance		**3,97.69**	3,72.67
Repairs and Maintenance			
- Plant and Machinery	**31,36.90**		26,18.78
- Buildings	**1,31.84**		1,16.48
- Others	**1,07.32**		71.10
		33,76.06	28,06.36
Advertising		**526,83.13**	511,73.03
Fees and Commission to Independent Directors		**1,04.15**	86.85
Auditors' Remuneration [Refer Note (A) below]		**1,06.18**	1,49.50
Royalty		**207,29.62**	208,51.32
Expenditure towards Corporate Social Responsibility [Refer Note (B) below]		**16,72.38**	15,58.07
Bad Debts Written Off		**53.32**	37.21
Provision for Doubtful Debts		**15.30**	–
Net loss on disposal of property, plant and equipment		**16.59**	–
Foreign Exchange Loss (Net)		**1,03.19**	–
Travel and Conference Expenses		**32,77.47**	30,25.75
Outside Services		**114,62.72**	109,99.56
Miscellaneous		**86,24.91**	95,03.52
		1,279,59.30	1,273,43.62

Notes to the Financial Statements for the year ended March 31, 2018

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
(A) Auditors' Remuneration (excluding service tax/GST) :		
As Auditor :		
- Statutory Audit	**57.00**	53.20
- Limited Review	**29.70**	29.10
- Tax Audit	**17.00**	17.09
- Certification	**0.50**	0.35
Other Services	**–**	45.90
Reimbursement of Expenses	**1.98**	3.86
	1,06.18	1,49.50
(B) Corporate Social Responsibility Expenditure		
(I) Gross amount required to be spent by the Company during the year	**16,67.50**	15,46.00
(II) Amount spent during the year:		
(A) In cash -		
(i) Construction/acquisition of any asset	**–**	–
(ii) On purposes other than (i) above:		
- Promoting preventive health care	**5,90.38**	12,47.04
- Addressing inequalities	**15.00**	14.89
- Promoting education	**55.00**	90.00
- Conservation of natural resources and other allied areas	**1,50.00**	1,30.00
- Vocational and skill training for upliftment of economically weaker youth	**60.00**	65.00
- Empowering women through livelihood program	**20.00**	–
(B) Yet to be paid in cash -		
- Promoting preventive health care	**7,82.00**	11.14
	16,72.38	15,58.07

Note 30 : Income Tax expenses

(a)	**Income tax expense**		
	Current tax		
	Current tax on profit for the year	**336,68.48**	269,63.20
	Adjustments for current tax of prior periods	**(34,49.94)**	(16,17.56)
	Total current tax expenses	**302,18.54**	253,45.64
	Deferred tax		
	Relating to origination and reversal of temporary differences	**7,47.12**	20,54.05
	Income tax expenses	**309,65.66**	273,99.69

Notes to the Financial Statements for the year ended March 31, 2018

		Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
(b)	**Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:**		
	Profit before income tax expense	**983,03.15**	851,42.93
	Tax at the Indian tax rate of 34.608% (March 31,2017 - 34.608%)	**340,20.75**	294,66.27
	Tax effect of amounts which are not deductible (allowable) in calculating taxable income:		
	Expenses not deductible for tax purposes	**6,07.11**	5,64.49
	Tax exemptions \ deductions	**(3,47.27)**	(11,54.04)
	Other items	**84.14**	1,40.53
	Adjustments for current tax of prior periods	**(34,49.94)**	(16,17.56)
	Impact of differential rate used for deferred tax	**50.86**	–
	Income tax expense	**309,65.66**	273,99.69
(c)	**Amounts Recognised directly in Equity**		
	Current Tax Impact arising in the reporting period in respect of distribution of Employee Stock Option directly recognised in Equity	**1,72.72**	2,50.16

		As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
(d)	**Current Tax Assets (Net)**		
	Current Tax Assets (Net) [Net of Provision of Tax ₹1,351,94.68 Lacs, March 31, 2017 : ₹ 662,63.81 Lacs]	**102,15.70**	81,44.82
(e)	**Current Tax Liabilities (Net)**		
	Current Tax Liabilities (Net) [Net of Advance Tax payments ₹ 573,98.22 lacs, March 31, 2017 : ₹ 917,68.25 lacs]	**47,35.75**	73,61.07

Note 31: Contingent Liabilities

(To the extent not provided for)

Claims against the Company not acknowledged as debts:		
- Excise and Related Matters	**44,16.92**	44,16.92
- Service Tax Matters	**2,57.03**	2,57.03
- Sales Tax Matters	**2,74.81**	4,13.79
- Income Tax Matters	**358,00.96**	184,17.51
- Provident Fund Matters	**–**	7.37
- Commercial Matters	**1,01.41**	1,32.99

Future cash flow in respect of the above, if any, is determinable only on receipt of judgements/decisions pending with the relevant authorities.

Notes to the Financial Statements for the year ended March 31, 2018

	As at March 31, 2018 ₹ Lacs	As at March 31, 2017 ₹ Lacs
Note 32: Commitments		
A) Capital Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for [net of capital advances of ₹ 28,25.05 Lacs (March 31, 2017 : ₹ 30,99.65 Lacs) (Refer Note 7)]	**72,04.36**	15,34.74

B) Operating Leases

As a Lessee

(i) The Company has taken operating leases for machinery, office premises, residential premises, warehouses, laptops, printers and vehicles. These lease arrangements include both cancellable and non-cancellable leases.

Description of significant operating lease arrangements in respect of premises (including warehouses):

The Company has given refundable interest free security deposit under the lease agreements. No agreements other than IT assets lease agreement contain provision for renewal at the option of either party. And agreements relating to lease of flats include escalation clause.

All agreements provide for restriction on sub lease.

Future minimum lease payments under non-cancellable operating leases are as follows:

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Within one year	**27,93.87**	24,94.87
After one year but not more than five years	**49,63.03**	63,93.65
More than five years	**–**	–
Lease payments recognised in Statement of Profit and Loss are shown as "Lease Rentals" under Other Expenses in Note 29.	**41,40.59**	40,56.25
Operating lease expense pertaining to Contract Manufacturer's included in Cost of Materials Consumed	**423.91**	988.82

As a Lessor

(ii) The Company has given office premise space under non-cancellable operating lease for a period of 1 year. The rental income from the asset given on lease of ₹ 1,96.88 lacs (March 31, 2017 : ₹ 1,98.45 Lacs) has been disclosed as "Lease Rentals" under Other Income in Note 26 to the Statement of Profit and Loss.

Description of significant operating lease arrangements in respect of premises:

The Company has taken refundable interest free security deposit under the lease agreements.
Agreement contain provision for renewal at the option of either party.

Agreement provide for restriction on sub lease.

Future minimum lease payments that the Company is expected to receive under the non-cancellable lease are as under:

	Year Ended March 31, 2018 ₹ Lacs	Year Ended March 31, 2017 ₹ Lacs
Within one year	**19.68**	–
After one year but not more than five years	**–**	–

Notes to the Financial Statements for the year ended March 31, 2018

Note 33: Segment Information:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director and Finance Director of the Company. The Company operates only in one Business Segment i.e. 'Personal Care (including Oral Care)' which primarily includes products such as Soaps, Cosmetics and Toilet Preparations and the activities incidental thereto within India, hence does not have any reportable Segments as per Ind AS 108 "Operating Segments". The performance of the Company is mainly driven by sales made locally and hence, no separate geographical segment is identified.

Note 34: Earnings Per Share (EPS)

		Year Ended March 31, 2018	Year Ended March 31, 2017
i)	**Basic and Diluted Earnings Per Share (₹)**		
	Profit for the year (₹ Lacs)	**6,73,37.49**	5,77,43.24
	Weighted average number of outstanding shares for Basic and Diluted EPS (Nos.)	**27,19,85,634**	27,19,85,634
	Nominal Value of shares outstanding (Re.)	**1**	1
	Basic and Diluted Earnings Per Share (₹)	**24.76**	21.23
ii)	Weighted average number of shares used as the denominator		
	Opening Balance	**27,19,85,634**	27,19,85,634
	Increase / (Decrease) during the year	**–**	–
	Weighted average number of shares used as the denominator for calculating basic and diluted earnings per share	**27,19,85,634**	27,19,85,634

Notes to the Financial Statements for the year ended March 31, 2018

Note 35: Disclosure of Related Parties

A)	**Ultimate Holding Company**	:	Colgate-Palmolive Company, U.S.A.
B)	**Group Companies where common control exists**	**:**	Colgate-Palmolive Mktg. SDN BHD, Malaysia
		:	Colgate-Palmolive East Africa Ltd., Kenya
		:	Colgate-Palmolive Morocco, Morocco*
		:	Colgate-Palmolive Pty. Ltd., South Africa
		:	Colgate-Palmolive (Thailand) Ltd., Thailand
		:	Colgate-Palmolive (H.K.) Ltd., Hongkong
		:	Colgate-Palmolive Asia Pacific Ltd., Wan Chai, Hongkong (Formerly known as Colgate-Palmolive Management Services HK Ltd.)
		:	Colgate-Palmolive (China) Co. Ltd., China
		:	Colgate Palmolive (Vietnam) Ltd., Vietnam
		:	Colgate Sanxiao Company Limited, China
		:	Hawley & Hazel Chemical Company (H.K.) Limited
		:	Colgate-Palmolive (Burlington) Limited
		:	Colgate Palmolive Temizlik Urunleri Sanayi ve Ticaret S.A., Turkey
		:	Colgate-Palmolive Cameroun S.A., Cameroun
		:	Hawley & Hazel Chemical Co., (Zhangshan) Ltd., China
		:	Colgate-Palmolive (Eastern) Pte. Ltd., Singapore*
		:	Colgate-Palmolive Indústrial Ltda., Brazil
		:	Colgate-Palmolive (Asia) Pte. Ltd. Singapore
		:	Norwood International Incorporated, U.S.A.
		:	Colgate-Palmolive Tanzania Limited, Tanzania
		:	Colgate-Palmolive Pty. Ltd., Boksburg
		:	Colgate Global Business Services Pvt Ltd., India
		:	Colgate-Palmolive Zambia Inc., Zambia
		:	Colgate-Palmolive Europe SARL, Poland*
		:	Colgate-Palmolive Services (Poland) Sp.z.o.o, Poland*
		:	Colgate-Palmolive Europe SARL, Italy
		:	Mission Hills S.A. DE. C. V., Mexico
		:	Colgate Palmolive Bt. Ltd., (Blantyre), Malawi
		:	Colgate Oral Pharmaceuticals Inc. Carrollton, U.S.A.
		:	Colgate-Palmolive CACE Region, Istanbul, Turkey
		:	Colgate-Palmolive Senegal, Senegal
		:	Colgate-Palmolive Italia S.r.l., Italy
		:	Colgate-Palmolive (Pakistan) Limited, Pakistan
		:	Colgate Philippines Inc., Phillippines
		:	Colgate-Palmolive Mocambique Limitada

Notes to the Financial Statements for the year ended March 31, 2018

Note 35: Disclosure of Related Parties (Contd.)

		: Colgate-Palmolive S.P.A., Italy
		: Colgate Palmolive West East Investments, U.S.A.
		: Tom's Of Maine, U.S.A.
		: Colgate-Palmolive Ghana Ltd., Ghana
		: Colgate-Palmolive Europe Sarleu Div
		: CP Middle East Exports Ltd.
		: Colgate-Palmolive (Myanmar) Limited, Myanmar
		: Colgate Palmolive Espana S.A.,Spain
		: Hawley & Hazel Chemical Co., China
		: Hill's Pet Nutrition, U.S.A
		: Hill'S Pet Nutrition Asia Limited
		: Colgate-Palmolive Arabia Ltd.
		: Colgate-Palmolive Pty. Ltd.,Australia
C)	**Key Managerial Personnel of the Company**	
(i)	**Executive Directors**	: I. Bachaalani
		: M.S. Jacob
		: M. Chandrasekar (effective January 02, 2017)
(ii)	**Non-Executive and Non Independent Directors**	: V. Nambiar
(iii)	**Non-Executive and Independent Directors**	: R. A. Shah
		: P. K. Ghosh
		: J. K. Setna (Up to March 31,2018)
		: V. S. Mehta
		: I. Shahani
		: S. Gopinath
(iv)	**Company Secretary**	: M.Karnataki (Up to August 31, 2017)
		K.R.Singh (effective February 23, 2018)
D)	**Post Employment Benefit Funds**	: Colgate-Palmolive (India) Limited Provident Fund
		: Colgate-Palmolive India Gratuity Fund for Workmen
		: Colgate-Palmolive India Gratuity Fund for Non-Workmen

* There are no transactions with the Company during the current year

Notes to the Financial Statements for the year ended March 31, 2018

Note 35: Disclosure of Related Parties (Contd.)

(i) Transactions entered into with Parties referred to in Category A and B

₹ Lacs

Nature of Transaction	Parties referred to in Category A		Parties referred to in Category B		Total	
	Year Ended		Year Ended		Year ended	
	March 31, 2018	March 31, 2017	**March 31, 2018**	March 31, 2017	**March 31, 2018**	March 31, 2017
Purchase of Goods/Materials						
Colgate Sanxiao Company Limited	**–**	–	**7,81.98**	10,17.15	**7,81.98**	10,17.15
Colgate-Palmolive (Thailand) Ltd.	**–**	–	**13,64.41**	19,82.98	**13,64.41**	19,82.98
Colgate-Palmolive Asia Pacific Limited	**–**	–	**8,85.49**	–	**8,85.49**	–
Colgate-Palmolive Company, U.S.A.	**24.18**	55.09	**–**	–	**24.18**	55.09
Others	**–**	–	**4,12.66**	4,52.00	**4,12.66**	4,52.00
Sub-Total	**24.18**	55.09	**34,44.54**	34,52.13	**34,68.72**	35,07.22
Sale of Goods/Materials						
Colgate-Palmolive East Africa Ltd., Kenya	**–**	–	**6,42.69**	10,48.96	**6,42.69**	10,48.96
Colgate-Palmolive Pty. Ltd., South Africa	**–**	–	**22,27.36**	10,48.34	**22,27.36**	10,48.34
Colgate-Palmolive Pty. Ltd., Boksburg	**–**	–	**76,67.83**	50,66.45	**76,67.83**	50,66.45
Others	**–**	–	**23,12.85**	16,32.25	**23,12.85**	16,32.25
Sub-Total	**–**	–	**128,50.73**	87,96.00	**128,50.73**	87,96.00
Purchase of Fixed Assets/Spares						
Colgate Sanxiao Company Limited	**–**	–	**–**	75.34	**–**	75.34
Colgate-Palmolive Company, U.S.A.	**–**	5,09.88	**–**	–	**–**	5,09.88
Others	**–**	–	**–**	64.04	**–**	64.04
Sub-Total	**–**	5,09.88	**–**	1,39.38	**–**	6,49.26
Services Rendered (inclusive of Service Tax)						
Colgate-Palmolive Company, U.S.A.	**28,62.49**	30,20.89	**–**	–	**28,62.49**	30,20.89
Others	**–**	–	**2,31.72**	6.35	**2,31.72**	6.35
Sub-Total	**28,62.49**	30,20.89	**2,31.72**	6.35	**30,94.21**	30,27.24
Services Received						
Colgate-Palmolive Company, U.S.A.	**75,81.27**	81,46.41	**–**	–	**75,81.27**	81,46.41
Colgate Global Business Services Pvt Ltd.	**–**	–	**9,22.02**	5,54.23	**9,22.02**	5,54.23
Sub-Total	**75,81.27**	81,46.41	**9,22.02**	5,54.23	**85,03.29**	87,00.64
Reimbursement of Expenses Charged by the Company/(on the Company)						
Colgate-Palmolive Company, U.S.A.	**(42,30.05)**	(50,24.24)	**–**	–	**(42,30.05)**	(50,24.24)
Others	**–**	–	**7,23.86**	5,95.14	**7,23.86**	5,95.14
Sub-Total	**(42,30.05)**	(50,24.24)	**7,23.86**	5,95.14	**(35,06.19)**	(44,29.10)
Dividend Paid						
Colgate-Palmolive Company, U.S.A.	**141,63.85**	108,95.27	**–**	–	**141,63.85**	108,95.27
Colgate-Palmolive (Asia) Pte. Ltd., Singapore	**–**	–	**38,68.65**	29,75.89	**38,68.65**	29,75.89
Norwood International Incorporated, U.S.A.	**–**	–	**0.15**	0.11	**0.15**	0.11
Sub-Total	**141,63.85**	108,95.27	**38,68.80**	29,76.00	**180,32.65**	138,71.27
Royalty (exclusive of Royalty Tax)						
Colgate-Palmolive Company, U.S.A.	**184,87.72**	185,96.25	**–**	–	**184,87.72**	185,96.25
Sub-Total	**184,87.72**	185,96.25	**–**	–	**184,87.72**	185,96.25

Notes to the Financial Statements for the year ended March 31, 2018

₹ Lacs

	Year Ended	
	March 31, 2018	March 31, 2017
Note 35: Disclosure of Related Parties (Contd.)		
(ii) Transactions entered into with Parties referred to in Category C		
Executive Directors		
Remuneration	**15,01.24**	19,10.92
Contribution to Provident and Other Funds *	**50.79**	53.58
Share Based Payments	**1,11.24**	3,67.95
Sub Total	**16,63.27**	23,32.45
*As the liabilities for defined benefit plan are provided on actuarial basis for the Company as a whole, the amount pertaining to key managerial persons are not included.		
- Executive Directors		
I. Bachaalani	**10,27.89**	13,58.58
M. S. Jacob	**3,64.30**	90.48
G. Nthunzi	**–**	3,96.84
N. Ghate	**–**	4,42.50
M.Chandrasekar	**2,71.08**	44.05
Sub Total	**16,63.27**	23,32.45
- Independent Directors		
Sitting Fees and Commission		
R. A. Shah	**19.25**	15.30
P. K. Ghosh	**19.25**	12.65
J. K. Setna	**14.80**	14.80
V. S. Mehta	**19.75**	15.80
I. Shahani	**13.95**	14.55
S. Gopinath	**17.15**	13.75
Sub Total	**104.15**	86.85
- Company Secretary		
M.Karnataki	**57.16**	17.22
K.R.Singh	**7.35**	–
Sub Total	**64.51**	17.22
(iii) Transactions entered into with Parties referred to in Category D		
Contribution made by the Company in the following funds:		
Colgate-Palmolive (India) Limited Provident Fund	**9,13.59**	8,53.24
Colgate-Palmolive India Gratuity Fund for Workmen	**2,47.35**	1,02.95
Colgate-Palmolive India Gratuity Fund for Non-Workmen	**15,46.21**	6,59.89

Notes to the Financial Statements for the year ended March 31, 2018

Note 35: Disclosure of Related Parties (Contd.)

₹ Lacs

Outstanding Balance	Parties referred to in Category A		Parties referred to in Category B		Total	
	Year Ended		Year Ended		Year ended	
	March 31, 2018	March 31, 2017	**March 31, 2018**	March 31, 2017	**March 31, 2018**	March 31, 2017
Trade Receivables						
Colgate-Palmolive Company, U.S.A.	**6,84.30**	4,30.92	**–**	–	**6,84.30**	4,30.92
Colgate-Palmolive Zambia Inc.	**–**	–	**–**	19.51	**–**	19.51
Colgate-Palmolive Pty. Ltd., Boksburg	**–**	–	**23,15.57**	22,78.76	**23,15.57**	22,78.76
Colgate-Palmolive East Africa Ltd., Kenya	**–**	–	**–**	4,15.77	**–**	4,15.77
Colgate-Palmolive South Africa	**–**	–	**6,85.33**	–	**6,85.33**	–
Others	**–**	–	**10,91.00**	7,16.78	**10,91.00**	7,16.78
Sub-Total (Refer Note 9)	**6,84.30**	4,30.92	**40,91.90**	34,30.82	**47,76.20**	38,61.74
Trade Payables						
Colgate-Palmolive Company, U.S.A.	**61,89.74**	123,89.66	**–**	–	**61,89.74**	123,89.66
Colgate Sanxiao Company Limited	**–**	–	**–**	2,20.21	**–**	2,20.21
Colgate-Palmolive Asia Pacific Limited	**–**	–	**6,69.68**	–	**6,69.68**	–
Colgate Global Business Services Pvt Limited	**–**	–	**4,39.24**	–	**4,39.24**	–
Others	**–**	–	**2,42.32**	7,60.02	**2,42.32**	7,60.02
Sub-Total (Refer Note 21)	**61,89.74**	123,89.66	**13,51.24**	9,80.23	**75,40.98**	133,69.89
Other Receivables (included in Other Current Financial Assets)						
Colgate-Palmolive Company, U.S.A.	**26.09**	50.00	**–**	–	**26.09**	50.00
Colgate-Palmolive Asia Pacific Limited	**–**	–	**1,39.25**	83.84	**1,39.25**	83.84
Colgate-Palmolive Europe Sarleu Div	**–**	–	**–**	59.48	**–**	59.48
Others	**–**	–	**95.41**	1,15.55	**95.41**	1,15.55
Sub-Total (Refer Note 13)	**26.09**	50.00	**2,34.66**	2,58.87	**2,60.75**	3,08.87

Terms and conditions:

Transactions relating to dividends were on the same terms and conditions that apply to other shareholders. Goods and Services procured or provided from/ to related parties are generally priced at arm's length. Other reimbursement of expenses to/ from related parties is on Cost basis.

All other transactions were made on normal commercial terms and conditions and at market rates.
All outstanding balances are unsecured and are repayable/ receivable in cash.

Notes to the Financial Statements for the year ended March 31, 2018

Note 36 - Share Based Payments

(a) Employee option plan

The Company does not provide any equity-based compensation to its employees. However, the parent company, Colgate-Palmolive Company, U.S.A. ("the grantor") maintains equity incentive plans that provide for the grant of stock-based awards to its executive directors and certain categories of officers and employees. The Parent's Incentive Plan provides for the grant of non-qualified and incentive stock options, as well as restricted stock units. Exercise prices in the case of non-qualified and incentive stock options are not less than the fair value of the underlying common stock on the date of grant.

A stock option gives an employee, the right to purchase shares of Colgate-Palmolive Company common stock at a fixed price for a specific period of time. Stock options generally have a term of six years from the date of grant and vest over a period of three years.

A restricted stock unit provides an employee with a share of Colgate-Palmolive Company common stock upon vesting. Restricted stock units vest generally over a period of three years. Dividends will accrue with each restricted stock unit award granted subsequent to the grant date.

The details pertaining to number of options, weighted average price and assumptions considered for fair value are disclosed below:

Particulars	March 31, 2018		March 31, 2017	
	Weighted Average Exercise price	**Number of options**	Weighted Average Exercise price	Number of options
Options outstanding at the beginning of the year	**3,921**	**3,60,077**	3,480	4,13,128
Options granted/transferred during the year	**4,664**	**1,14,248**	4,789	1,03,617
Exercised during the year	**3,204**	**(40,306)**	2,851	(89,015)
Transferred to other group companies during the year	**4,148**	**(23,580)**	3,712	(66,397)
Lapsed during the year	**4,303**	**(3,244)**	3,959	(1,256)
Options outstanding at the end of the year	**4,194**	**4,07,195**	3,921	3,60,077
Options vested and exercisable at the end of the year		**2,23,416**		2,03,945

The weighted average share price at the dates of exercise of options exercised during the year ended March 31, 2018 was ₹ 4,737 (March 31, 2017 : ₹ 4,175)

Share options outstanding at the end of the year have the following expiry dates and exercise prices

Grant year	Expiry Year	Exercise price (₹)	March 31, 2018	March 31, 2017
			Number of options	Number of options
2011 - 2013	2017 - 2019	2,109 - 3,475	**78,676**	**1,08,573**
2014 - 2016	2017 - 2022	3,906 - 4,890	**2,30,003**	**2,51,504**
2017	2020 - 2023	4,705 - 4,729	**98,516**	**–**
Total			**4,07,195**	**3,60,077**
Weighted average remaining contractual life of options outstanding at end of year			**3.49 Years**	**3.65 Years**

Notes to the Financial Statements for the year ended March 31, 2018

Note 36 - Share Based Payments (Contd.)

Fair Value of options granted

The fair value at the grant date of options granted during the year ended March 31, 2018 was **₹ 538.36** per option and **₹ 542.25** per option (March 31, 2017 : ₹ 542.70 per option). The fair value at grant date is determined using the Black-Scholes Model which takes into account the exercise price, expected volatility, option's life, the share price at grant date, expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The model inputs for the options granted during the year ended March 31, 2018 and March 31, 2017 are as below:

Particulars	March 31, 2018	March 31, 2017
Expected volatility (%)	**15.99%**	16.66%
Expected life of the options	**4.5 years**	4.5 years
Risk free interest rate(%)	**1.76%**	1.17%
Grant Year	**2017**	2016
Expiry Year	**2023**	2022
Expected dividend (%)	**2.19%**	2.14%

The risk free interest rates are determined based on the zero-coupon sovereign bond yields with maturity equal to the expected term of the option. The expected volatility was determined based on the volatility of the equity share for the period of one year prior to issue of the option. Volatility calculation is based on historical stock prices using standard deviation of daily change in stock price. The historical period is taken into account to match the expected life of the option. Dividend yield has been calculated taking into account expected rate of dividend on equity share price as on grant date.

(b) Restricted Stock Units (RSU's)

Particulars	March 31, 2018		March 31, 2017	
	Weighted Average Grant date Fair value	**Number of Units**	Weighted Average Grant date Fair value	Number of Units
Units outstanding at the beginning of the year	**4,365**	**33,722**	3,755	42,148
Units granted / transferred during the year	**4,612**	**13,131**	4,721	14,228
Exercised during the year	**3,768**	**(7,769)**	2,877	(13,183)
Transferred to other group companies during the year	**3,403**	**(2,280)**	3,324	(6,385)
Lapsed during the year	**5,086**	**(520)**	4,024	(3,086)
Units outstanding at the end of the year	**4,057**	**36,284**	4,365	33,722

Restricted Stock Units outstanding at the end of the year have the following expiry date and exercise prices

	March 31, 2018	March 31, 2017
Weighted average remaining contractual life of RSUs outstanding at end of year	**1.34 Years**	1.54 Years

The weighted average fair value at the date of exercise of RSU's exercised during the year ended March 31, 2018 was ₹ 4,635 (March 31, 2017 : ₹ 4,881)

Notes to the Financial Statements for the year ended March 31, 2018

(c) Expenses Arising from share based payment transactions

Total expenses arising from share-based payment transactions recognised in Statement of Profit and Loss as part of employee benefit expense were as follows:

₹ Lacs

Particulars	March 31, 2018	March 31, 2017
Employee share based payment expense [Refer Note 28]	**9,41.64**	8,85.70

Note 37: Fair value measurements

The Company uses the following hierarchy for determining and disclosing the fair value of financial instrument:
Level 1 : Quoted prices for identical instruments in active market.
Level 2 : Directly or indirectly observable market inputs, other than Level 1 inputs; and
Level 3 : Inputs which are not based on observable market data.

(i) Financial Instruments by Category

₹ Lacs

	March 31, 2018			March 31, 2017		
	FVPL	**FVOCI**	**Amortised cost**	**FVPL**	**FVOCI**	**Amortised cost**
Financial Assets						
(i) Investments - Non-Current	–	–	**31,15.54**	–	–	31,15.76
(ii) Trade Receivable	–	–	**201,03.24**	–	–	129,89.62
(iii) Cash and Cash Equivalents	–	–	**305,38.96**	–	–	198,56.44
(iv) Other Bank Balances	–	–	**150,77.18**	–	–	95,74.00
(v) Loans - Current	–	–	**90,58.27**	–	–	62,95.36
(vi) Loans - Non Current	–	–	**3,06.40**	–	–	2,67.20
(vii) Receivable from Related Parties	–	–	**2,60.75**	–	–	3,08.87
(viii) Security Deposits - Non-Current	–	–	**18,96.15**	–	–	19,47.39
(ix) Security Deposits - Current	–	–	**3,72.73**	–	–	3,28.52
(x) Insurance Claim Receivables	–	–	**36.02**	–	–	8.27
(xi) Deposits with Banks	–	–	**4,10.05**	–	–	4,00.26
Total Financial Assets	**–**	**–**	**811,75.29**	**–**	**–**	**550,91.69**
Financial Liabilities						
(i) Trade payables	–	–	**614,46.80**	–	–	597,46.15
(ii) Security Deposits - Non-Current	–	–	**1,33.13**	–	–	1,14.23
(iii) Capital Creditors	–	–	**7,45.26**	–	–	32,43.97
(iv) Unpaid Dividends	–	–	**150,02.91**	–	–	95,01.25
(v) Unpaid Balance of Share Capital Reduction	–	–	**74.27**	–	–	72.75
Total Financial Liabilities	**–**	**–**	**774,02.37**	**–**	**–**	**726,78.35**

Notes to the Financial Statements for the year ended March 31, 2018

(ii) Assets and Liabilities that are disclosed at Amortised Cost for which Fair values are disclosed are classified as Level 3.

Currrent financial asset and current financial liabilities have fair values that approximate to their carrying amounts due to their short-term nature. Non current financial assets and non current financial liabilities have fair values that approximate to their carrying amounts as it is based on the net present value of the anticipated future cash flows.

(iii) Fair value of financial assets and liabilities measured at amortised cost **₹ Lacs**

	March 31, 2018		March 31, 2017	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets				
(i) Investments - Non-Current	**31,15.54**	**31,15.54**	31,15.76	31,15.76
(ii) Trade Receivable	**201,03.24**	**201,03.24**	129,89.62	129,89.62
(iii) Cash and Cash Equivalents	**305,38.96**	**305,38.96**	198,56.44	198,56.44
(iv) Other Bank Balances	**150,77.18**	**150,77.18**	95,74.00	95,74.00
(v) Loans - Current	**90,58.27**	**90,58.27**	62,95.36	62,95.36
(vi) Loans - Non Current	**3,06.40**	**3,06.40**	2,67.20	2,67.20
(vii) Receivable from Related Parties	**2,60.75**	**2,60.75**	3,08.87	3,08.87
(viii) Security Deposits - Non-Current	**18,96.15**	**18,96.15**	19,47.39	19,47.39
(ix) Security Deposits - Current	**3,72.73**	**3,72.73**	3,28.52	3,28.52
(x) Insurance Claim Receivables	**36.02**	**36.02**	8.27	8.27
(xi) Deposits with Banks	**4,10.05**	**4,10.05**	4,00.26	4,00.26
Total Financial Assets	**811,75.29**	**811,75.29**	**550,91.69**	**550,91.69**
Financial Liabilities				
(i) Trade payables	**614,46.80**	**614,46.80**	597,46.15	597,46.15
(ii) Security Deposits	**1,33.13**	**1,33.13**	1,14.23	1,14.23
(iii) Capital Creditors	**7,45.26**	**7,45.26**	32,43.97	32,43.97
(iv) Unpaid Dividends	**150,02.91**	**150,02.91**	95,01.25	95,01.25
(v) Unpaid Balance of Share Capital Reduction	**74.27**	**74.27**	72.75	72.75
Total Financial Liabilities	**774,02.37**	**774,02.37**	**726,78.35**	**726,78.35**

Note 38 - Financial Risk Management

Inherent to the nature of the Company's business are a variety of financial risks, namely liquidity risk, market risk and credit risk. Developing policies and processes to assess, monitor, manage and address these risks is the responsibility of the Company's Management. The Risk Management Committee oversees this risk management framework in the Company and intervenes as necessary to ensure there exists an appropriate level of safeguards against the key risks. Updates on compliance, exceptions and mitigating action are placed before the Audit Committee periodically. Risk management policies and systems are reviewed regularly to reflect changes like major changes in ERP systems or go to market model, changes in organization structure, events denoting material change in the risk environment, etc.

The Company's Management works closely with its Treasury department and Internal Audit department to ensure there are appropriate polices and procedures governing the operations of the Company with a view to providing assurance that there is visibility into financial risks and that the business is being run in conformity

with the stated risk objectives. Periodic reviews with concerned stakeholders provides an insight into risks to the business associated with currency movements, credit risks, commodity price fluctuations, etc. and necessary deliberations are undertaken to ensure there is an appropriate response to the developments.

A MANAGEMENT OF LIQUIDITY RISK

The Company follows a conservative policy of ensuring sufficient liquidity at all times through a strategy of profitable growth, efficient working capital management as well as prudent capital expenditure and dividend policies. The Company has a overdraft facility with banks to support any temporary funding requirements. The Company is cognizant of reputational risks that are associated with the liquidity risk and the risk is factored into the overall business strategy.

The Company's treasury department regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated by the operating entities, over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and debt investments with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

As at March 31, 2018, the Company had undrawn letter of credit facilities in aggregate of ₹ Nil (March 31, 2017:₹ 1,98.90 Lacs) with a 90 days term.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

₹ Lacs

	Carrying amount	Payable on demand	Less than 3 months	3-12 months	More than 12 months	Total
As at March 31, 2018						
(i) Trade payables	614,46.80	–	614,46.80	–	–	614,46.80
(ii) Security Deposits	1,33.13	–	–	–	1,33.13	1,33.13
(iii) Capital Creditors	7,45.26	–	7,45.26	–	–	7,45.26
(iv) Unpaid Dividends	150,02.91	14,03.63	135,99.28	–	–	150,02.91
(v) Unpaid Balance of Share Capital Reduction	74.27	74.27	–	–	–	74.27
As at March 31, 2017						
(i) Trade payables	597,46.15	–	597,46.15	–	–	597,46.15
(ii) Security Deposits	1,14.23	–	–	–	1,14.23	1,14.23
(iii) Capital Creditors	32,43.97	–	32,43.97	–	–	32,43.97
(iv) Unpaid Dividends	95,01.25	13,41.68	81,59.57	–	–	95,01.25
(v) Unpaid Balance of Share Capital Reduction	72.75	72.75	–	–	–	72.75

Notes to the Financial Statements for the year ended March 31, 2018

B MANAGEMENT OF MARKET RISK

The Company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- currency risk;
- commodity price risk;

The above risks may affect the Company's income and expenses, or the value of its financial instruments. The objective of the Company's Management of market risk is to maintain this risk within acceptable parameters, while optimising returns. The Company's exposure to, and management of, these risks is explained below.

POTENTIAL IMPACT OF RISK	MANAGEMENT POLICY	SENSITIVITY TO RISK
1. CURRENCY RISK		
The Company is subject to the risk of changes in foreign currency values that impact costs of imported raw material (directly and by local suppliers), import of finished goods, equipment for expansion at the plants, expatriate costs, service related charges from overseas related and third parties as well as revenue from exports. Balance sheets foreign currency denominated Receivables and Payables will also be impacted. As at March 31, 2018, the unhedged exposure to the Company on holding financial assets and liabilities other than in its functional currency amounted to ₹ 57,74.52 Lacs and ₹ 31,54.96 Lacs respectively (March 31, 2017 : ₹ 36,36.99 Lacs and ₹ 90,53.06 Lacs)	The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to USD, Euro, and Chinese Yuan. The Company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented.	As an estimation of the approximate impact of the residual risk, with respect to financial instruments, the Company has calculated the impact of a 1% change in exchange rates. A 1% strengthening of the INR against key currencies to which the Company is exposed at year end would have led to approximately an additional ₹ 26.20 lacs loss in the Statement of Profit and Loss (2016-17 : ₹ 54.16 lacs gain). A 1% weakening of the INR against these currencies would have led to an equal but opposite effect. A 1% strengthening of the INR against key currencies would have led to approximately an additional gain of ₹ 6,92 lacs in the Statement of Profit and Loss (2016-17 : ₹ 6,89 Lacs gain). A 1% weakening in currency prices would have led to an equal but opposite effect.
2. COMMODITY PRICE RISK		
The Company is exposed to the risk of changes in commodity prices in relation to its purchase of its raw materials especially corn, carton board, resins and palm oils.	The Company develops periodic financial forecasts based on commodity price forecasts by its Procurement group and appropriate actions including selling price changes and cost saving measures to reduce the impact of commodity price changes is considered as part of the financial modelling.	A 1% increase in commodity prices would have led to approximately an additional ₹ 6,52 lacs loss in the Statement of Profit and Loss (2016-17: ₹ 5,97 Lacs loss). A 1% weakening in commodity prices would have led to an equal but opposite effect.

Notes to the Financial Statements for the year ended March 31, 2018

C MANAGEMENT OF CREDIT RISK

Credit risk is the risk of financial loss to the Company if a customer or other counter-party fails to meet its contractual obligations.

Trade Receivables

Trade receivables are subject to credit limits, controls and approval processes. A majority of customers pay prior to shipment, thereby reducing exposure to trade receivables significantly. Due to a large customer base, the Company is not exposed to material concentration of credit risk. Basis the historical experience supported by the level of default, the credit risk in case of trade receivable is low and so trade receivables are considered to be a single class of financial assets. (Refer Accounting Policy 1 B (h) on trade receivables).

The gross carrying amount of trade receivables is ₹ 206,09.48 Lacs as at March 31, 2018 and ₹ 134,80.56 Lacs as at March 31, 2017.

(I) Reconciliation of loss allowance provision- Trade receivables

₹ Lacs

	March 31, 2018	March 31, 2017
Loss allowance at the beginning of the year	**4,90.94**	6,27.79
Add / (Less) : Changes in loss allowances	**15.30**	(1,36.85)
Loss allowance at the end of the year	**5,06.24**	4,90.94

(II) Ageing analysis of Trade receivables and provision of doubtful debts is as follows :

Position as on March 31, 2017

₹ Lacs

	Not due	**0-180**	**>180**	**Total**
Ageing				
Gross carrying amount	83,78.88	44,44.29	6,57.39	134,80.56
Provision for doubtful debts	–	–	(4,90.94)	(4,90.94)
Carrying amount of trade receivables (net of Provision)	83,78.88	44,44.29	1,66.45	129,89.62

Position as on March 31, 2018

	Not due	**0-180**	**>180**	**Total**
Ageing				
Gross carrying amount	**117,12.68**	**79,25.90**	**9,70.90**	**206,09.48**
Provision for doubtful debts	**–**	**–**	**(5,06.24)**	**(5,06.24)**
Carrying amount of trade receivables (net of Provision)	**117,12.68**	**79,25.90**	**4,64.66**	**201,03.24**

Other financial assets

The Company maintains exposure in cash and cash equivalents, term deposits with banks and investments in debt instruments. The Company has concentrated its main investment activities with a limited number of counter-parties which have secure credit ratings, to reduce this risk. Individual risk limits are set for each counter-party based on financial position, credit rating and past experience. Credit limits and concentration of exposures are actively monitored by the Company's Treasury department.

The Company's maximum exposure to credit risk as at March 31, 2018 and March 31, 2017 is the carrying value of each class of financial assets as disclosed in Note 37(iii).

Notes to the Financial Statements for the year ended March 31, 2018

Note 39: Capital Management

The Company's objective in managing its capital is to safeguard its ability to continue as a going concern and to optimise returns to our shareholders. The Company considers the following components of its Balance Sheet to be managed capital:

1) Share Capital, 2) Share Premium and 3) Other Reserves comprising of General Reserve and Retained Earnings.

The Company's capital structure is based on the Managements assessment of the balances of key elements to ensure strategic decisions and day to day activities. The capital structure of the Company is managed with a view of the overall macro economic conditions and the risk characteristics of the underlying assets.

The Company's policy is to maintain a strong capital structure with a focus to mitigate all existing and potential risks to the Company, maintain shareholder, vendor and market confidence and sustain continuous growth and development of the Company.

The Company's focus is on keeping a strong total equity base to ensure independence, security, as well as high financial flexibility without impacting the risk profile of the Company.

In order, to maintain or adjust the capital structure, the Company will take appropriate steps as may be necessary. The Company does not have any debt or financial covenants.

Note 40: The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

₹ Lacs

Particulars		Year ended March 31, 2018	Year ended March 31, 2017
(i)	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end*	**3,79.50**	1,55.41
(ii)	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	**0.10**	0.17
(iii)	Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	**46,79.52**	48,88.82
(iv)	Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	**-**	-
(v)	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	**-**	-
(vi)	Interest due and payable towards suppliers registered under MSMED Act, for payments already made**	**29.33**	28.80
(vii)	Further interest remaining due and payable for earlier years	**-**	-

* The principal amount represents amount outstanding (due as well as not due) as at the Balance Sheet date.

** Includes interest on amounts outstanding as at the beginning of the accounting year.

Note 41: Exceptional Item includes severance and related expenses of ₹ 11,65.07 Lacs (Previous Year : Nil) with respect to certain organisation structure changes.

Notes to the Financial Statements for the year ended March 31, 2018

Note 42: The toothpowder manufacturing operations at the Aurangabad factory, Waluj, Maharashtra were discontinued effective May 5, 2015. The Company has received approval from the Maharashtra Industrial Development Corporation (MIDC) for transfer of its rights in the aforesaid property in favour of a prospective buyer. The Company currently expects the transaction to close in the near future.

Note 43: Subsequent to year end, the Company has declared a Special Interim Dividend of ₹ 11 per share aggregating to ₹ 360,68 Lacs (including dividend distribution tax) on May 21, 2018. In accordance with the provisions of Ind AS 10, this dividend is not recognised as a liability for the year ended March 31,2018.

Note 44: Previous year figures have been regrouped / reclassified, where necessary, to conform to the current year's classification.

Signature to Notes 1 to 44

In terms of our report of even date.

For S R B C & CO LLP
Chartered Accountants
Firm Registration No. 324982E/E300003

Jayesh Gandhi
Partner
Membership Number - 037924

Mumbai, May 21, 2018

For and on behalf of the Board of Directors

R. A. Shah
Vice-Chairman
(DIN : 00009851)

I. Bachaalani
Managing Director
(DIN : 06975320)

M. S. Jacob
Whole-time Director &
Chief Financial Office
(DIN : 07645510)

K.R. Singh
Company Secretary
(F-6621)

Mumbai, May 21, 2018

This Page is Left Blank Intentionally

Form No. SH-13 -Nomination Form

[Pursuant to Section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To,

(Name of the Company) _____

(Address of the Company) _____

_____ Pincode _____

I/We _____

residing at _____

_____ the holder(s) of the securities, particulars of which are given hereunder, wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my / our death.

(1) Particulars of the Securities (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.	
				From	To

(2) Particulars of Nominee

Name:		Date of Birth:		Please affix recent passport size photograph of the Nominee signed across
Father's / Mother's / Spouse's name:		Occupation:	Nationality:	
E-mail id:				
Phone No:	Relationship with the security holder:			
Address: _____ _____ Pincode _____				Signature of the Nominee

(3) In case Nominee is a Minor

Date of Birth:	Date of attaining Majority:	Name of guardian:
Address of guardian: _____ _____ Pincode _____		

(4) Particulars of Nominee in case Minor Nominee dies before attaining age of majority

Name:		Date of Birth:		Please affix recent passport size photograph of the Nominee signed across
Father's / Mother's / Spouse's name:		Occupation:	Nationality:	
E-mail id:				
Phone No:	Relationship with the security holder:			
Address: _____ _____ Pincode _____				Signature

Name of the Security Holder(s)	Signature
1.	
2.	
3.	

Name of Witness:		
Address of Witness: _____ _____ Pincode _____		
Place:	Date:	Signature of Witness with date

COLGATE-PALMOLIVE (INDIA) LIMITED

Registered Office: Colgate Research Centre, Main Street, Hiranandani Gardens, Powai, Mumbai 400 076.
CIN: L24200MH1937PLC002700
Tel. No.: 022 - 6709 5050 / 60, Fax No. : 022 – 2570 5088
E-mail ID: investors_grievance@colpal.com Website: www.colgatepalmolive.co.in

ATTENDANCE SLIP

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND
HAND IT OVER AT THE ENTRANCE

I / We hereby record my / our presence at the 77th Annual General Meeting (AGM) of Colgate-Palmolive (India) Limited at the Mayfair Banquet, 254-C, Dr. Annie Besant Road, Worli, Mumbai, 400 030 on Thursday, July 26, 2018 at 3.30 p.m.

Sr. No. : (for office use only)	
Ledger Folio No./CL.ID/DP ID No. if any.	
Name and Registered Address of the Shareholder(s).	
Joint Holder 1 Joint Holder 2	
No. of Shares held	
Name of the Proxy/Representative, if any	
Signature of the Member/s/Proxy	
Signature of the Representative	

Note: Members are requested to bring their copy of the Annual Report to the Annual General Meeting

COLGATE-PALMOLIVE (INDIA) LIMITED

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules 2014]

CIN	:	L24200MH1937PLC002700			
Name of the Company	:	Colgate-Palmolive (India) Limited			
Registered Office	:	Colgate Research Centre, Main Street, Hiranandani Gardens, Powai, Mumbai 400 076.			
		Tel. No.	:	022 - 6709 5050 / 60	
		Fax No.	:	022 - 2570 5088	
		E-mail ID	:	investors_grievance@colpal.com	
		Website	:	www.colgatepalmolive.co.in	
Name of the Member(s) :	:				
Registered address	:				
E-mail ID	:				
Folio No. / Client ID	:			DP ID :	

I / We, being the member(s) of _____ Shares of the above named Company, hereby appoint :

1.	Name		
	Address		
	E-mail ID		or Failing him / her
	Signature		
2.	Name		
	Address		
	E-mail ID		or Failing him / her
	Signature		
3.	Name		
	Address		
	E-mail ID		Signature

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 77th Annual General

Meeting of the Company to be held on Thursday, July 26, 2018 at 3.30 p.m. at Mayfair Banquet, 254-C, Dr. Annie Besant Road, Worli, Mumbai, 400 030 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1.	Adoption of the Audited Financial Statements of the Company for the F.Y. 2017-18 and the Reports of the Directors and Auditors thereon.
2.	To appoint a Director in place of Mr. Jacob Sebastian Madukkakuzy (DIN 07645510), who retires by rotation and, being eligible, seeks his re-appointment.
3.	Ratification of appointment of the Statutory Auditors - M/s. S R B C & Co LLP, Chartered Accountants (Firm Registration Number 324982E/E300003)
Special Business	
4.	Appointment of Ms. Sukanya Kripalu (DIN:06994202) as an Independent Director of the Company.

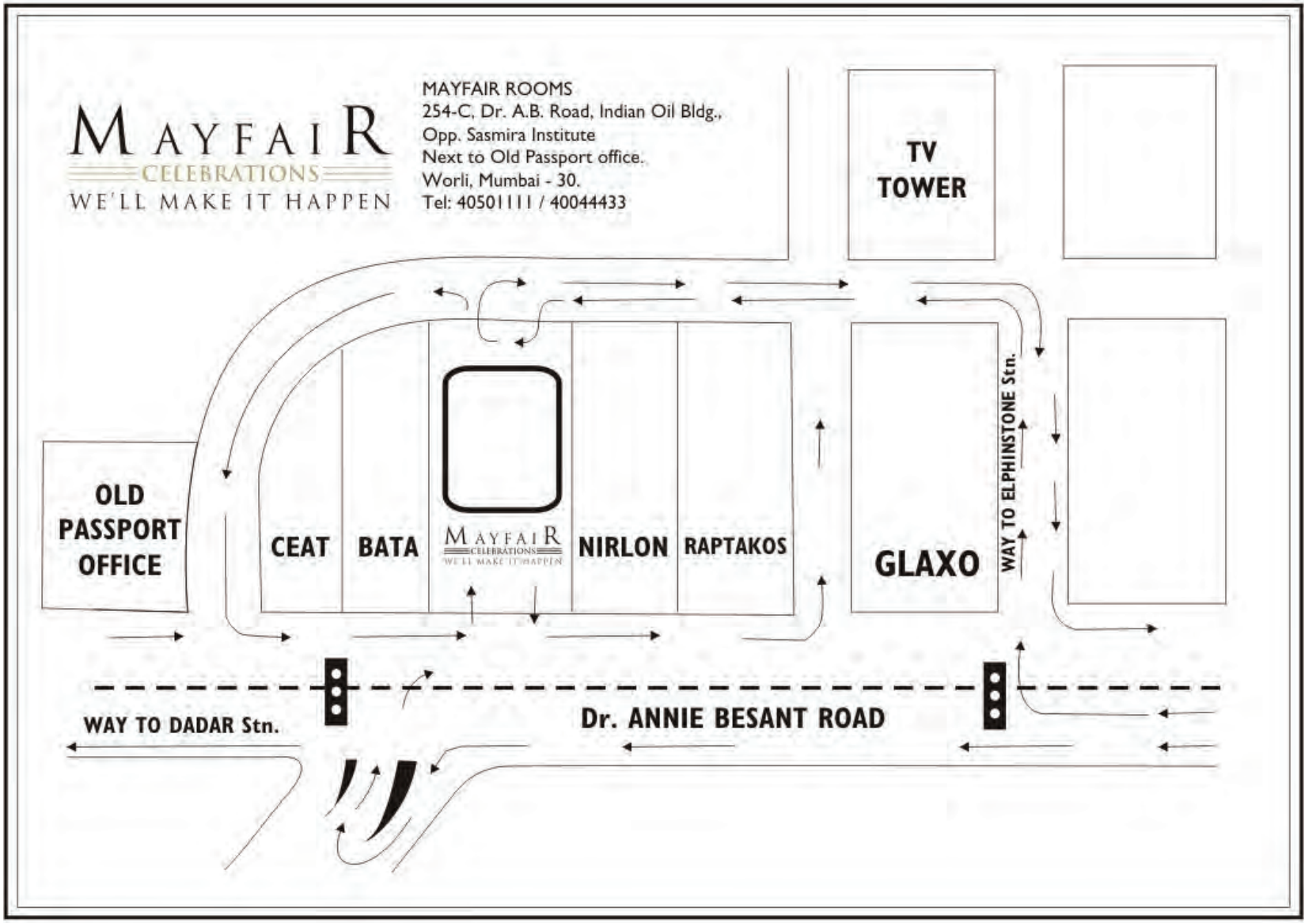
Signed this _____ day of _____ 2018.

Signature of shareholder : _____

Affix Revenue Stamp

Signature of Proxyholder(s) : _____

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.


MAYFAIR
CELEBRATIONS
WE'LL MAKE IT HAPPEN
MAYFAIR ROOMS
254-C, Dr. A.B. Road, Indian Oil Bldg.,
Opp. Sasmira Institute
Next to Old Passport office.
Worli, Mumbai - 30.
Tel: 40501111 / 40044433
TV TOWER
OLD PASSPORT OFFICE
CEAT
BATA
MAYFAIR CELEBRATIONS
NIRLON
RAPTAKOS
GLAXO
WAY TO ELPHINSTONE Stn.
WAY TO DADAR Stn.
Dr. ANNIE BESANT ROAD

NOTES

NOTES

NOTES

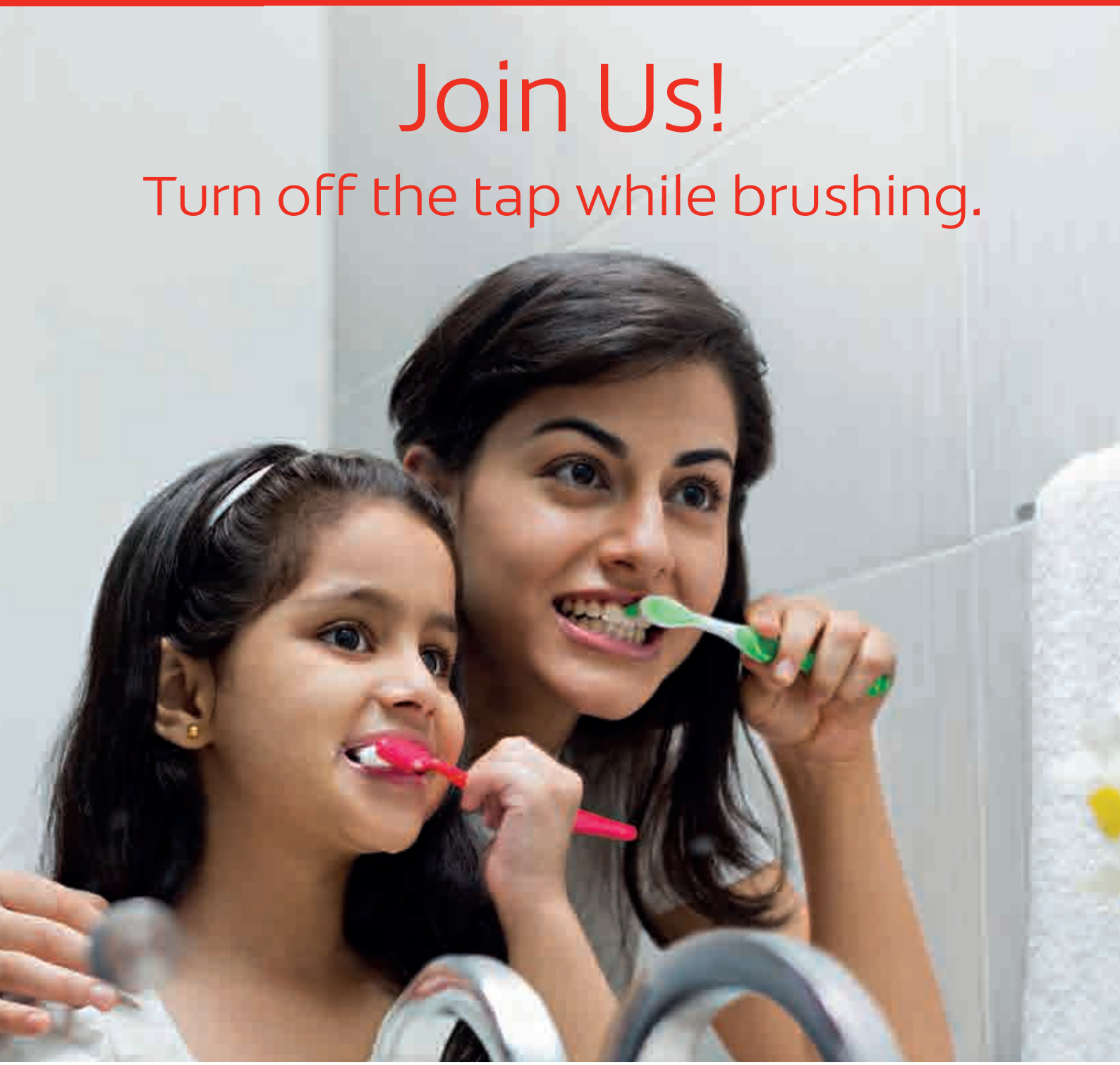
Your trust.
It's what helps us
keep India smiling.



Colgate®

Join Us!

Turn off the tap while brushing.



SAVE WATER

www.colgate.com/savewater

COLGATE-PALMOLIVE (INDIA) LIMITED

Colgate Research Centre, Main Street, Hiranandani Gardens, Powai, Mumbai - 400 076. Tel : 022-67095050.
www.colgatepalmolive.co.in