

February 7, 2020

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

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

Dear Sir / Madam,

Sub:- Unaudited Financial Results for the quarter ended December 31, 2019

We are pleased to inform you that at the meeting of the Board of Directors of the Company held today, the Unaudited Financial Results for the quarter ended December 31, 2019 were approved.

We are enclosing herewith the following:

- a. Unaudited Financial Results for the quarter ended December 31, 2019; and
- b. Limited Review Report in respect of the Unaudited Financial Results for the quarter ended December 31, 2019 furnished by Statutory Auditors of the Company

Kindly take the same on record and oblige.

Thanking you,
Yours faithfully,

For Procter & Gamble Health Limited
(Formerly Merck Limited)


Flavia Machado
Authorized Signatory



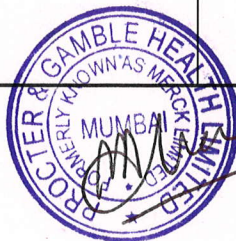
PROCTER & GAMBLE HEALTH LIMITED
(formerly known as MERCK LIMITED)

Regd. Office: Godrej One, 8th Floor, Eastern Express Highway, Pirojshanagar, Vikhroli (East), Mumbai : 400 079.
CIN No. L99999MH1967PLC013726, email: investorgrievance.im@pg.com

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND TWELVE MONTHS ENDED 31 DECEMBER 2019

(Rs in millions)

Sr. No.	Particulars	3 months ended	3 months ended	Corresponding	Twelve months	Previous year
		31/12/2019	30/09/2019	3 months ended	ended	ended
		Unaudited	Unaudited	3 months ended	ended	ended
				31/12/2018	31/12/2019	31/12/2018
				Unaudited	Unaudited	Audited
1.	Revenue from Operations	2,367.66	2,251.68	2,043.93	9,265.98	8,489.95
2.	Other Income	60.57	67.24	71.75	479.44	243.88
3.	Total Income (1+2)	2,428.23	2,318.92	2,115.68	9,745.42	8,733.83
4.	Expenses					
	a) Cost of materials consumed	735.07	638.18	632.85	2,984.85	2,455.24
	b) Purchases of stock-in-trade	13.26	78.30	52.51	188.99	273.10
	c) Changes in inventories of finished goods,work-in-progress and stock in trade	53.81	63.07	(20.37)	(175.13)	(34.73)
	d) Employee benefits expense	302.36	302.67	383.09	1,242.06	1,312.75
	e) Depreciation and amortisation expense	42.84	40.49	46.30	171.65	211.20
	f) Impairment	-	-	-	-	(7.68)
	g) Other expenses	772.93	670.46	842.39	2,989.41	3,009.80
	Total expenses (4)	1,920.27	1,793.17	1,936.77	7,401.83	7,219.68
5.	Profit before exceptional items and tax (3-4)	507.96	525.75	178.91	2,343.59	1,514.15
6.	Less: Exceptional items	-	-	-	-	(65.65)
7.	Profit before tax (5-6)	507.96	525.75	178.91	2,343.59	1,579.80
8.	Tax expenses					
	Current Tax	138.75	81.00	24.62	716.75	549.71
	Deferred Tax	(12.90)	87.15	19.44	39.26	60.15
	Tax for earlier years	-	-	-	-	(47.43)
9.	Net Profit for the period from continuing operations (7-8)	382.11	357.59	134.85	1,587.58	1,017.37
10.	Profit before tax from discontinued operations (refer note 4 and 5)	-	-	9,260.75	-	9,795.88
11.	Tax expense/ (credit) of discontinued operations	-	-	2,242.19	-	2,426.07
12.	Profit for the period from discontinued operations (10-11)	-	-	7,018.56	-	7,369.81
13.	Net profit for the period (9+12)	382.11	357.59	7,153.41	1,587.58	8,387.18
14.	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss					
	i. Re-measurement (losses) on defined benefit plans	(5.00)	(5.00)	0.81	(20.00)	(27.90)
	ii. Income tax effect	1.26	0.29	(0.27)	5.03	9.67
	Total Other Comprehensive Income, net of tax	(3.74)	(4.71)	0.54	(14.97)	(18.23)
15.	Total Comprehensive Income for the period (13+14)	378.37	352.88	7,153.94	1,572.61	8,368.95
16.	Paid-up equity share capital (Face Value Rs 10/- each)	165.99	165.99	165.99	165.99	165.99
17.	Other equity excluding Revaluation reserve as per Balance sheet	-	-	-	-	15,235.11
18.	Earnings per equity share of continuing operations (of Rs 10/- each) *(not annualised)					
	(a) Basic and Diluted (in Rs.)	* 23.02	* 21.54	* 8.12	* 95.64	61.29
	Earnings per equity share of discontinued operations (of Rs 10/- each) *(not annualised)					
	(a) Basic and Diluted (in Rs.)	-	-	* 422.82	-	443.98
	Earnings per equity share of continuing and discontinued operations (of Rs 10/- each) *(not annualised)					
	(a) Basic and Diluted (in Rs.)	* 23.02	* 21.54	* 430.94	* 95.64	505.27



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CIN No. L99999MH1967PLC013726, email: investorgrievance.im@pg.com

Notes:

1. The above results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at its meeting held on 7 February 2020. These results have been subjected to "Limited Review" by the statutory auditors of the Company. The review report has been filed with stock exchange and is available on the Company's website.
2. Results for all the above periods are in compliance with Indian Accounting Standards (Ind-AS).
3. Effective January 01, 2019, the Company has adopted Ind AS 115: "Revenue from Contracts with Customers" that has become mandatorily applicable for reporting periods beginning on or after April 01, 2018 replacing the existing revenue recognition standard. In accordance with the first time adoption options available in the said standard, the Company has chosen the "cumulative effect method" and applied retrospectively only to contracts that are not completed as at the date of initial application (i.e. January 01, 2019). Accordingly, the comparatives have not been restated in line with the provisions of the standard. The adoption of the standard did not have any material impact to the financial statements of the Company for the twelve months ended December 31, 2019.
4. The shareholders have vide their resolution dated June 12, 2018, approved the execution of a business transfer agreement (BTA) with Merck Life Science Private Limited (MLSPL) to sell, lease or otherwise transfer certain businesses of the Company comprising exclusively of the biopharma, performance materials and life science segments ("BPL business") to MLSPL (or to an affiliate of MLSPL, as directed by MLSPL), for an overall consideration of INR 10,520 million on a slump sale basis (the Business Transfer). After receiving the necessary approvals, the Business Transfer has been completed on November 30, 2018. The Company has received the consideration as stated above and the resulting gain on Business Transfer of Rs 9,135.74 million has been included under Profit before tax from discontinued operations.
5. Consequent to the above, the results of operations of BPL Business have been disclosed under discontinued operations for all the periods presented in the results. Also, the internal organisation of the Company and reportable segments have changed. The Company now operates under only one segment i.e. Pharmaceuticals which its continuing operations.
6. The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized Provision for Income Tax for the twelve months ended December 31, 2019 and remeasured its Deferred tax assets basis the rate prescribed in the said section. The full impact of this change has been recognized in the Statement of Profit and Loss.
7. The Company has received approval from the Registrar of Companies, Mumbai, Maharashtra for change of name of the Company from "Merck Limited" to "Procter & Gamble Health Limited" on May 6, 2019.
8. The Company has received approval of the Regional Director, Western Region, Ministry of Corporate Affairs, Mumbai vide its order dated December 18, 2019 read with corrigendum dated December 23, 2019 for change of Financial Year from 1st January-31st December to '1st July-30th June'. Pursuant to the said approval, the current Financial year of the Company will be for a period of '18 months', starting from '1st January, 2019 to 30th June, 2020' and subsequent financial years will begin from 1st July, 2020. Accordingly, the Company is submitting Unaudited Financial Results for the quarter and twelve months ended December 31, 2019.
9. Figures of the quarter ended 31 December 2018 are the balancing figures between the unaudited/audited figures respectively of the twelve months and full financial year and the reviewed figures upto the third quarter of the relevant twelve months and financial year.
10. Figures for the previous periods/year have been re-grouped/re-arranged wherever necessary.



For Procter & Gamble Health Limited
[Formerly known as Merck Limited]

Milind Thatte
Managing Director
DIN No.08092990

Place : Mumbai
Date : 7 February 2020
Please visit us at our website www.pghealthindia.com

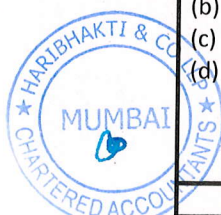


PROCTER & GAMBLE HEALTH LIMITED
(formerly known as MERCK LIMITED)

Balance Sheet as at 31 December 2019

(Rs in million)

	As at December 31, 2019 [Un- audited]	As at December 31, 2018 [Audited]
ASSETS		
Non-current assets		
(a) Property, plant and equipment	976.11	993.30
(b) Capital work in progress	110.30	173.52
(c) Investment property	34.68	38.15
(d) Other Intangible assets	3.37	4.32
(e) Financial assets		
i. Loans	0.61	0.64
ii. Other financial assets	81.13	38.98
(f) Deferred tax assets (net)	146.12	180.34
(g) Other non current assets	44.11	35.78
(h) Non current tax asset (net)	816.34	786.61
Total non-current assets	2,212.77	2,251.64
Current assets		
(a) Inventories	1,143.24	1,133.46
(b) Financial assets		
i. Trade and other receivables	766.61	661.70
ii. Cash and cash equivalents	5,675.36	11,196.09
iii. Bank balances other than (iii) above	-	1,238.10
iv. Loans	0.94	0.61
v. Other financial assets	51.48	253.62
(c) Other current assets	816.41	859.39
Total current assets	8,454.04	15,342.97
TOTAL ASSETS	10,666.81	17,594.61
EQUITY AND LIABILITIES		
Equity		
(a) Equity share capital	165.99	165.99
(b) Other equity	8,002.15	15,235.11
Total Equity	8,168.14	15,401.20
Non-Current Liabilities		
Financial liabilities		
i. Other non-current financial liabilities		
(a) Provisions	251.44	210.92
(b) Other non-current liabilities	22.00	22.42
Total non-current liabilities	273.44	233.34
Current liabilities		
(a) Financial liabilities		
i. Trade and other payables	873.60	914.19
ii. Other financial liabilities	691.64	569.71
(b) Other current liabilities	71.40	39.26
(c) Provisions	290.99	236.14
(d) Current tax liabilities (net)	297.60	200.87
Total current liabilities	2,225.23	1,960.17
TOTAL EQUITY & LIABILITIES	10,666.81	17,594.71



Procter & Gamble Health Limited (Formerly known as Merck Limited)
Statement of cash flows for the twelve months months ended 31st December 2019

Rs Millions

Particulars	Twelve months ended ended 31/12/2019	For the year ended 31 December 2018
Cash flow from operating activities		
Profit before tax		
<i>from continuing operations</i>	2,343.59	1,579.80
<i>from discontinued operations</i>	-	9,795.88
Adjustments for :		
Net unrealised foreign exchange differences	18.08	14.67
Rent equalisation reserve	(0.42)	22.40
Provision for doubtful debts and advances	8.95	(32.41)
Bad debts	-	7.39
Depreciation of property, plant and equipment	171.65	249.91
Provision for Impairment	-	(7.68)
Income from letting of residential flat	(20.93)	(9.04)
Provision for employee benefits	96.00	26.99
Gain on transfer of BPL business	-	(9,135.74)
Loss on sale of property, plant and equipment	32.50	-
Profit on sale of assets	-	(65.65)
Dividend income on current investments	-	(43.29)
Interest income	(432.80)	(164.36)
Operating profit before working capital changes	2,216.63	2,238.87
Working capital adjustments :		
(Increase) / Decrease in inventories	(9.78)	(279.99)
(Increase) / Decrease in trade receivables	(110.39)	(296.19)
(Increase) / Decrease in financial and other Assets	125.53	61.54
Increase / (Decrease) in trade payables	(62.16)	269.27
Increase / (Decrease) in other liabilities and provisions	109.18	(257.06)
Cash generated from operations	2,269.01	1,736.44
Income tax paid (net)	(649.75)	(3,040.21)
Net cash generated/ (used) from operating activities (A)	1,619.26	(1,303.77)
Cash flows from investing activities		
Purchase and construction of property, plant and equipment	(106.78)	(267.24)
Sale of Investments (net)	-	699.70
Sale of property, plant and equipment	3.03	1.76
Income from letting of residential flat	20.93	9.04
Proceeds from sale of asset	-	76.12
Dividend income on current investments	-	43.29
Interest received	498.76	174.01
Consideration received towards transfer of BPL Business	-	10,520.00
Redemption of bank deposits	4,738.10	3,197.10
Investment in bank deposits	(3,500.00)	(1,756.60)
Net cash generated/(used) in investing activities (B)	1,654.03	12,697.18
Cash flow from financing activities		
Dividend paid	(7,292.38)	(248.99)
Dividend tax paid	(1,501.65)	(51.48)
Net cash flow (used) in financing activities (C)	(8,794.03)	(300.47)
Net (decrease)/ increase in cash and cash equivalents (A+B+C)	(5,520.74)	11,092.94
Cash and cash equivalents at 01 January	11,196.09	103.15
Cash and cash equivalents at 30th June/ 31 December	5,675.35	11,196.09

Reconciliation of Cash and Cash equivalents with the Balance Sheet

Cash in Hand	-	-
Balance with Banks		
In Current accounts	458.96	4,590.90
In Term deposits (less than 3 months maturity)	5,200.00	6,600.00
In Unpaid dividend accounts	16.39	5.19



Independent Auditor's Review Report on quarterly and year to date Unaudited Financial Results of Procter & Gamble Health Limited (formerly known as Merck Limited) pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors

Procter & Gamble Health Limited (formerly known as Merck Limited)

1. We have reviewed the accompanying Statement of Unaudited Financial Results of Procter & Gamble Health Limited ("the Company") for the quarter ended December 31, 2019 and for the period from January 01, 2019 to December 31, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" as prescribed under Section 133 of Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted and procedures performed as stated in paragraph 3 above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian



HARIBHAKTI & CO. LLP

Chartered Accountants

Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048



Hemant J. Bhatt

Partner

Membership No.: 036834

UDIN: 20036834AAAAA14451

Place: Mumbai

Date: February 07, 2020