



COLGATE-PALMOLIVE (INDIA) LIMITED

August 4 , 2017

The Secretary
BSE Limited
P.J.Towers, 25th floor
Dalal Street
Mumbai 400 001

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block – G
Bandra – Kurla Complex
Bandra – East, Mumbai – 400 051

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

Scrip Code: 500830

Symbol: COLPAL
Series: EQ

Dear Sirs:

Sub: Declaration of the 76th Annual General Meeting Results & Scrutinizer's Report

This is to inform you that the 76th Annual General Meeting of the Company was held on Thursday, August 3, 2017 at 3.30 p.m. at Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D. Scheme, Vile-Parle (West), Mumbai 400 056.

All the resolutions set out in the Notice convening the 76th Annual General Meeting have been approved and passed by the shareholders with requisite majority.

Please find enclosed herewith the requisite declaration together with Scrutinizer's report.

Kindly take the above on record.

Very truly yours,
Colgate-Palmolive (India) Limited


Makarand Karnataki
Associate Director – Legal &
Company Secretary

File: (1) 76th AGM – post agm



COLGATE-PALMOLIVE (INDIA) LIMITED

Date: August 4, 2017

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DECLARATION OF 76TH ANNUAL GENERAL MEETING RESULTS

CIN : L24200MH1937PLC002700

This is to inform that the 76th Annual General Meeting of the Company was held on August 3, 2017 at Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D. Scheme, Vile-Parle (West), Mumbai 400 056. As per the provisions of the Companies act, 2013 and Listing Regulations, the Company had provided a remote e-Voting facility to all the shareholders to cast their votes electronically on all the resolutions mentioned in the notice of the said meeting. The remote e-Voting facility was open from July 31, 2017 to August 2, 2017 (both days inclusive).

At the 76th Annual General Meeting Poll was conducted for those shareholders who have not casted their vote through remote e-Voting.

The Board of Directors appointed Mr.S.N.Ananthasubramanian, a Practicing Company Secretary to act as the Scrutinizer for remote e-Voting and poll at the said meeting. All the resolutions as set out in the Notice convening the 76th Annual General Meeting have been duly approved and passed by the shareholders with requisite majority, as per the annexed Report of the Scrutinizer.

For Colgate-Palmolive (India) Limited


Makarand Karnataki
Associate Director – Legal &
Company Secretary

Encl : a/a

File: (1) 76th AGM – post agm

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Colgate- Palmolive (India) Limited
MEETING	76 th Annual General Meeting
DAY, DATE & TIME	Thursday, 3 rd August, 2017 AT 3.30 P.M
VENUE	Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D Scheme, Vile-Parle (West) Mumbai- 400056.

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting, as well as the voting conducted at the 76th Annual General Meeting (AGM) of Colgate- Palmolive (India) Limited (hereinafter referred to as the Company) held on Thursday, 3rd August, 2017 at 3:30 p.m. at Shri Bhaidas Maganlal Sabhagriha, Swami Bhaktivedanta Marg, J.V.P.D Scheme, Vile-Parle (West) Mumbai- 400056.

2. Dispatch of Notice convening the AGM

The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Registrar & Transfer Agent/ Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On 08.07.2017 by e-mail to 1,01,096 members who had registered their e-mail-ids with the Company/ RTA.
- On 08.07.2017 by Registered Post to 4,006 members and on 10.07.2017 by Courier to 64,524 members in physical form.

Report of Scrutinizer on remote e-Voting & Voting by members of Colgate- Palmolive (India) Limited at 76th AGM held on 3rd August, 2017.



3. Cut-off date

The Voting rights were reckoned as on **Thursday 27th July, 2017**, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.

4. Remote e-Voting Process

4.1 Agency

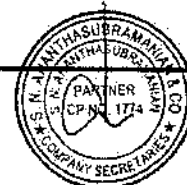
The Company had appointed **National Securities Depository Limited (NSDL)** as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting Period

Remote e-Voting platform was open from **8.00 a.m. on Monday, 31st July, 2017 till 5:00 p.m. on Wednesday, 2nd August, 2017** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-Voting platform provided by NSDL.

5. Voting at the AGM

- 5.1 In keeping with Regulation 44 (1) and regulation 44 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id / Folios, number of shares held but not the manner in which they have voted.



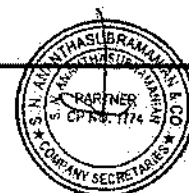
- 5.2 Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id & Client Id/ folios and shareholding of the members who had cast their votes through remote e-Voting.
- 5.3 The Company provided Ballot Papers to the members who attended the AGM.
- 5.4 After the Chairman announced the commencement of voting, one ballot box was kept for polling and was locked in our presence.

6. Counting Process

- 6.1 On completion of voting at the meeting **Link Intime India Private Limited**, the Registrar and Share Transfer Agent of the Company (RTA) provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolutions.
- 6.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.
- 6.3 We unblocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Ms. Shivani Abhyankar and Ms. Uttara Deherkar and downloaded the remote e-Voting results.

7. Results

- 7.1 We observed that,
- a) 43 Members had cast their votes at the meeting out of which 1 was invalid.
 - b) 654 Members had cast their votes through remote e-Voting.
- 7.2 The Consolidated Results with respect to each item on the agenda as set out in the **Notice of the AGM dated 15th May, 2017** is enclosed herewith.



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/25, BRINDABAN, THANE – 400 601 Tel: 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net website www.snaco.net

7.3 Based on the aforesaid results, we report that **Six Ordinary Resolutions** as contained in the **Item No. 1 to Item No. 6** and **Two Special Resolutions** as contained in **Item No. 7 & 8** of the Notice of the AGM dated **15th May, 2017** have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

S. N. Ananthasubramanian

S.N. Ananthasubramanian
C.P.No.1774



Date : 4th August, 2017

Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 - email sna@snaco.net; website www.snaco.net

Consolidated Results
1. Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2017.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	635	4,75,20,219	41	13,87,27,574	676	18,62,47,793	100.00
Dissent	8	1,323	1	78	9	1,401	0.00
Total	*643	4,75,21,542	42	13,87,27,652	685	18,62,49,194	100.00

*11 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S.N. Ananthasubramanian

S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

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COMPANY SECRETARIES
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2. Appointment of M/s S R B C & Co. LLP, Chartered Accountants (Membership No. 324982E/ E300003), as Statutory Auditors of the Company for a period of five consecutive years.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	629	4,81,49,831	41	13,87,27,574	670	18,68,77,405	99.98
Dissent	16	33,909	1	78	17	33,987	0.02
Total	*645	4,81,83,740	42	13,87,27,652	687	18,69,11,392	100.00

*9 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S.N. Ananthasubramanian

S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel: 25345648 / 2543 2704 : Fax: 2539 0292 -- email snac@snacos.net website www.snaco.net

3. Appointment of Mr. Jacob Sebastian Madukkakuzy (DIN: 07645510) as a Director of the Company liable to retire by rotation.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	611	4,73,63,378	41	13,87,27,574	652	18,60,90,952	99.56
Dissent	33	8,22,042	1	78	34	8,22,120	0.44
Total	*644	4,81,85,420	42	13,87,27,652	686	18,69,13,072	100.00

*10 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S.N. Ananthasubramanian

S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel: 25345648 / 2543 2704 : Fax 2539 0292 - email sna@snaeco.net; website www.snaeco.net

4. Appointment of Mr. Jacob Sebastian Madukkakuzhy (DIN: 07645510) as Whole-time Director and Chief Financial Officer of the Company for a term of five years commencing from October 28, 2016.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	606	4,70,10,584	41	13,87,27,574	647	18,57,38,158	99.49
Dissent	34	9,50,053	1	78	35	9,50,131	0.51
Total	*640	4,79,60,637	42	13,87,27,652	682	18,66,88,289	100.00

*14 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 4 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
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 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel: 25345648 / 2543 2704 ; Fax: 2539 0292 -- email: snas@snsaco.net; website: www.snsaco.net

5. Appointment of Mr. Chandrasekar Meenakshi Sundaram (DIN:07667965) as a Director of the Company liable to retire by rotation.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	608	4,73,65,076	41	13,87,27,574	649	18,60,92,650	99.56
Dissent	34	8,20,951	1	78	35	8,21,029	0.44
Total	*642	4,81,86,027	42	13,87,27,652	684	18,69,13,679	100.00

*12 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 5 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S. N. Ananthasubramanian

S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

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 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601. Tel: 25345648 / 2543 2704 ; Fax 2535 0292 - email: snb@snaco.net; website: www.snaco.net

6. Appointment of Mr. Chandrasekar Meenakshi Sundaram (DIN:076667965) as a Whole-time Director of the Company for a period of five years commencing from January 2, 2017.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	591	4,70,10,211	41	13,87,27,574	632	18,57,37,785	99.49
Dissent	36	9,48,680	1	78	37	9,48,758	0.51
Total	*627	4,79,58,891	42	13,87,27,652	669	18,66,86,543	100.00

*27 members have abstained from voting on this resolution.

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 6 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S. N. Ananthasubramanian

S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
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10/26, BRINDABAN, THANE - 400 601 Tel: 25345648 / 2543 2704; Fax: 2538 0262 - email: snac@snaco.net; website: www.snaco.net

7. Approval for payment of commission to each Non-Executive Independent Directors, not exceeding Rs. 10 Lac each for a period of 3 years each commencing from April 1, 2016.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	561	4,61,40,505	41	13,87,27,574	602	18,48,68,079	99.01
Dissent	75	18,51,716	1	78	76	18,51,794	0.99
Total	*636	4,79,92,221	42	13,87,27,652	678	18,67,19,873	100.00

*18 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S. N. Ananthasubramanian
 S.N. Ananthasubramanian
 C.P No.1774

Date : 4th August, 2017
 Place : Thane

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10/26, BRINDABAN, THANE - 400 601, Tel: 25345648 / 2543 2704 ; Fax: 2539 0292 - email: sna@snacp.net; website: www.snacp.net

8. Approval for keeping copies of Register of Members, Indices of Members, copies of all Annual returns prepared by the Company together with copies of Certificates and Documents required to be annexed thereto and other related books at the new Registered office of the Company's Registrars & Share Transfer Agent (R & T Agents) ; Link Intime India Private Limited or at such places within Mumbai where R&T Agents may have their office from time to time or at the Registered office of the Company with effect from February 27, 2017.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	639	4,81,85,120	38	13,87,23,265	677	18,69,08,385	100.00
Dissent	10	1,648	1	78	11	1,726	0.00
Total	*649	4,81,86,768	#39	13,87,23,343	688	18,69,10,111	100.00

*5 members have abstained from voting on this resolution
 # 3 members have abstained from voting on this resolution

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 8 of the Notice of the AGM dated 15th May, 2017 has been passed with requisite majority.



S. N. Ananthasubramanian
S.N. Ananthasubramanian
C.P No.1774

Date : 4th August, 2017
 Place : Thane