SAFETY DATA SHEET

1. IDENTIFICATION

Product Name: Olay Regenerist Luminous Tone Perfecting Cream
Product ID: 94535850_RET_NG
Product Type: Finished Product - Consumer (Retail) Use Only
Recommended Use: Personal Beauty Care Product
Manufacturer: The Procter & Gamble Company
             Sharon Woods Innovation Center
             11510 Reed Hartman Highway
             Cincinnati OH 45241
             +1 513 626-2500
E-mail Address: pgsds.im@pg.com
Emergency Telephone: Transportation (24 HR)
                      CHEMTREC - 1-800-424-9300
                      (U.S./Canada) or 1-703-527-3887
                      Mexico toll free in country: 800-681-9531

2. HAZARD IDENTIFICATION

"Consumer Products", as defined by the US Consumer Product Safety Act and which are used as intended (typical consumer duration and frequency), are exempt from the OSHA Hazard Communication Standard (29 CFR 1910.1200). This SDS is being provided as a courtesy to help assist in the safe handling and proper use of the product.

This Product is classified under 29CFR 1910.1200(d) and the Canadian Hazardous Products Regulation as follows:.

This material is not considered hazardous by the OSHA Hazard Communication Standard (29 CFR 1910.1200).

Hazard pictograms: None

Precautionary Statements - Prevention: None
Precautionary Statements - Response: None
Precautionary Statements - Storage: None
Precautionary Statements - Disposal: None
3. COMPOSITION/INFORMATION ON INGREDIENTS

Ingredients are listed according to 29CFR 1910.1200 Appendix D and the Canadian Hazardous Products Regulation

<table>
<thead>
<tr>
<th>Chemical Name</th>
<th>Synonyms</th>
<th>Trade Secret</th>
<th>CAS-No</th>
<th>Weight %</th>
</tr>
</thead>
<tbody>
<tr>
<td>3-Pyridinecarboxamide</td>
<td>-</td>
<td>No</td>
<td>98-92-0</td>
<td>1 - 5</td>
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</table>

4. FIRST AID MEASURES

First aid measures for different exposure routes

Eye contact Rinse immediately with plenty of water, also under the eyelids, for at least 15 minutes. Get medical attention immediately if irritation persists.

Skin contact None under normal use.

Ingestion Not an expected route of exposure. If swallowed:. Clean mouth with water and afterwards drink plenty of water.

Inhalation None under normal use.

Most important symptoms/effects, acute and delayed No information available.

Indication of immediate medical attention and special treatment needed, if necessary

Notes to Physician Treat symptomatically.

5. FIRE-FIGHTING MEASURES

Suitable extinguishing media Water. Dry chemical. Alcohol-resistant foam.

Unsuitable Extinguishing Media None.

Special hazard None known.

Special protective equipment for fire-fighters As in any fire, wear self-contained breathing apparatus pressure-demand, MSHA/NIOSH (approved or equivalent) and full protective gear.

Specific hazards arising from the chemical None.

6. ACCIDENTAL RELEASE MEASURES

Personal precautions, protective equipment and emergency procedures

Personal precautions None under normal use conditions.

Advice for emergency responders Use personal protective equipment as required.

Environmental precautions Do not discharge product into natural waters without pre-treatment or adequate dilution.

Methods and materials for containment and cleaning up
Methods for containment  Prevent product from entering drains. Prevent further leakage or spillage if safe to do so.

Methods for cleaning up  Contain spillage, and then collect with non-combustible absorbent material, (e.g. sand, earth, diatomaceous earth, vermiculite) and place in container for disposal according to local / national regulations (see section 13).

7. HANDLING AND STORAGE

Precautions for safe handling

Advice on safe handling  Keep container closed when not in use.

Conditions for safe storage, including any incompatibilities

Storage Conditions  Keep containers tightly closed in a dry, cool and well-ventilated place.

Incompatible products  None known.

8. EXPOSURE CONTROLS/PERSONAL PROTECTION

Control parameters

Exposure Guidelines  Exposure guidelines are not relevant when product is used as intended in a household setting.

Exposure controls

Engineering Measures  No information available

Personal Protective Equipment

Eye Protection  No special protective equipment required

Hand Protection  No special protective equipment required

Skin and Body Protection  No special protective equipment required

Respiratory Protection  No special protective equipment required

9. PHYSICAL AND CHEMICAL PROPERTIES

<table>
<thead>
<tr>
<th>Property</th>
<th>Values</th>
<th>Note</th>
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</thead>
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<tr>
<td>Physical State @20°C</td>
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<td></td>
</tr>
<tr>
<td>Appearance</td>
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<tr>
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</tr>
<tr>
<td>Relative density</td>
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</table>
10. STABILITY AND REACTIVITY

Reactivity
None under normal use conditions.

Stability
Stable under normal conditions.

Hazardous polymerization
Hazardous polymerization does not occur.

Hazardous Reactions
None under normal processing.

Conditions to Avoid
None under normal processing.

Materials to avoid
None in particular.

Hazardous Decomposition Products
None under normal use.

11. TOXICOLOGICAL INFORMATION

Product Information
Information on likely routes of exposure

Inhalation
No known effect.

Skin contact
No known effect.

Ingestion
No known effect.

Eye contact
No known effect.

Delayed and immediate effects as well as chronic effects from short and long-term exposure

Acute toxicity
No known effect.

Skin corrosion/irritation
No known effect.

Serious eye damage/eye irritation
No known effect.

Skin sensitization
No known effect.

Respiratory sensitization
No known effect.

Germ cell mutagenicity
No known effect.

Neurological Effects
No known effect.

Reproductive toxicity
No known effect.

Developmental toxicity
No known effect.

Teratogenicity
No known effect.

STOT - single exposure
No known effect.

STOT - repeated exposure
No known effect.

Target Organ Effects
No known effect.

Aspiration hazard
No known effect.

Carcinogenicity
No known effect.

12. ECOLOGICAL INFORMATION

Ecotoxicity

The product is not expected to be hazardous to the environment.
13. DISPOSAL CONSIDERATIONS

Waste treatment

Waste from Residues / Unused Products
Disposal should be in accordance with applicable regional, national and local laws and regulations.

Contaminated packaging
Disposal should be in accordance with applicable regional, national and local laws and regulations.

Califonia Hazardous Waste Codes
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14. TRANSPORT INFORMATION

DOT
Not regulated

IMDG
Not regulated

IATA
Not regulated

15. REGULATORY INFORMATION

U.S. Federal Regulations

SARA 313
Not applicable for consumer use

CERCLA
Not applicable for consumer use

Food and Drug Administration (FDA)
The product described in this Material Safety Data Sheet is regulated under the Federal Food, Drug, and Cosmetics Act and is safe to use as per directions on container, box or accompanying literature (where applicable)

Clean Air Act, Section 112 Hazardous Air Pollutants (HAPs) (see 40 CFR 61)
Not applicable for consumer use

Clean Water Act
Not applicable for consumer use

California Proposition 65
This product is not subject to warning labeling under California Proposition 65.

U.S. State Regulations (RTK)
Not applicable for consumer use
International Inventories

United States
Product is a personal care product and regulated under FDA.

Canada
This product is in compliance with CEPA for import by P&G.

Legend
TSCA - United States Toxic Substances Control Act Section 8(b) Inventory
CEPA - Canadian Environmental Protection Act

Perfumes contained with the products comply with appropriate IFRA guidance.

16. OTHER INFORMATION

Issuing Date: 12-Feb-2015
Revision Date: 12-Feb-2015
Reason for revision Initial Release.

Disclaimer
The information provided in this Safety Data Sheet is correct to the best of our knowledge, information and belief at the date of its publication. The information given is designed only as a guidance for safe handling, use, processing, storage, transportation, disposal and release and is not to be considered a warranty or quality specification. The information relates only to the specific material designated and may not be valid for such material used in combination with any other materials or in any process, unless specified in the text.

End of SDS