

December 31, 2012.

BSE Ltd.,
1st Floor, Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai 400 023.

National Stock Exchange of India Ltd.,
Exchange Plaza, 4th Floor, Bandra-Kurla Complex,
Mumbai 400 050.

Scrip Code: 532424

Sub: Acquisition of "Soft and Gentle" brand by Keyline Brands Limited, a wholly owned subsidiary of Godrej Consumer Products Limited

Dear Sir,

Please find herewith a press release which is self-explanatory.

Yours faithfully,
for Godrej Consumer Products Ltd.,


P. Ganesh
Executive Vice President (Finance & Commercial)
& Company Secretary

Encl : as above



KEYLINE BRANDS LTD ACQUIRES SOFT & GENTLE BRAND IN THE UK

Mumbai, December 31, 2012: Godrej Consumer Products Ltd (GCPL) announced today that Keyline Brands Limited, its subsidiary in the United Kingdom, has acquired the Soft & Gentle brand from Colgate-Palmolive. Invoiced sales for the brand in calendar year 2011 were £21m.

Soft & Gentle is the UK's 4th largest female deodorant brand (by market share) and retains strong brand equity with retailers and consumers in the UK. The brand offers a truly 'feminine' position in the market on an innovative fragrance platform.

Commenting on the acquisition, Mr. Adi Godrej, Chairman, GCPL said:

"The acquisition of Soft & Gentle by Keyline Brands will add profitable scale to our UK business. Over the last few years, Keyline Brands has delivered good performance and grown in double digits in a very tough market environment that is witnessing little to no growth.

Our UK business has historically had a higher mix of distributed brands than owned brands. Strategically, we have been working on changing the mix towards owned brands and building more scale in the business. With the Soft & Gentle acquisition, the salience of owned brands will become greater than that of distributed brands. We expect this acquisition to be accretive in year one.

We have a strong team in the UK that will work on leveraging the synergies from the acquisition and driving the future growth of the Soft & Gentle brand. I am optimistic that our UK business will continue to outperform the market.

Our primary thrust continues on executing our 3 by 3 strategy. For the Keyline business, we look to selectively bolt on brands that are strategic, financially accretive and provide significant synergies. Over the last few years, we have clearly demonstrated the results from our focused 3 x 3 approach and are confident that we will be able to further accelerate our performance trajectory in the future."

Anand Rangaswamy, Managing Director of Keyline Brands, added:

"As the number 4 female deodorant brand in the UK (by market share), Soft & Gentle enjoys strong latent brand equity. The brand was launched for the UK market in 1976 as the first "non-sting" anti-perspirant for women with consumer loyalty built over 3 decades.

We believe we can use the strong latent brand equity combined with updating the fragrance technology, developing further range extensions within the female personal care category and creating an integrated above the line support campaign to engage consumers and drive strong growth for the brand.

The brand also enjoys excellent distribution and will provide synergies for the other brands in our portfolio. Our UK team looks forward to harnessing the synergies and driving the business to full potential.”

The acquisition is being funded by low cost debt and the impact on GCPL’s consolidated Debt/Equity ratio is 0.03.

Press Release



About Keyline Brands:

Established in 1990 in the UK, Keyline Brands was acquired by GCPL in October 2005. Keyline operates in the household and personal care space and its portfolio includes a number of important niche brands like Cuticura, Aapri, Inecto and Touch of Silver.

About GCPL:

Godrej Consumer Products Ltd (GCPL) is a major player in the Indian FMCG market, with leading Household and Personal Care Products. Our brands, which include GoodKnight, Cinthol, Godrej No. 1, Expert, Nupur, aer, Hit, Fairglow, Ezee and Protekt are household names across the country. We are one of the largest marketers of toilet soaps in the country and are also leaders in hair colours and household insecticides. Four of our brands (GoodKnight, Cinthol, Godrej No.1 and Godrej Expert Hair Colour) are ranked among the ‘100 Most Trusted Brands’ in the country by Economic Times - Brand Equity 2012.

We are driven by our mission to continuously enhance the quality of life of consumers in high-growth markets with superior-quality and affordable home care, personal care and hygiene products. We also have a strong emerging presence in markets outside India. As part of increasing our global footprint, we recently acquired 60% rights in Cosmetica Nacional, a Chilean hair colour company. The acquisition of the pan-African Darling Group, and Rapidol and Kinky in South Africa have given GCPL leading positions in the fast growing African ethnic hair care market. With acquisitions in West Africa, the Megasari Group, a leading household care company in Indonesia and Issue Group and Argencos, two leading hair colorant companies in Argentina, Keyline Brands in the United Kingdom, and Godrej Global Mideast FZE, we own international brands and trademarks in Asia (ex. India), Latam, Africa, Europe, Australia, Canada and the Middle East.