

Godrej Consumer Products Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8040/8065/8069
Website : www.godrejcp.com

August 7, 2012

The Bombay Stock Exchange Limited
Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street,
Mumbai 400 001.

Scrip Code : 532424

Fax Nos: 22723121/ 22722037 /
22722041/ 22722061/22722039 /2272
3719

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

Fax Nos: 26598237/38

Dear Sirs,

Sub: Outcome of AGM held on August 4, 2012

The stock exchanges are informed that the shareholders of the Company, have passed all the resolutions as contained in the notice of AGM.

We attach herewith the voting results in the format specified as per clause 35a of the listing agreement.

Yours faithfully
For Godrej Consumer Products Limited



Ramesh Iyer
Dy. Company Secretary



Godrej Consumer Products Limited-Outcome of Annual General meeting

1. **Date of the AGM:** August 4, 2012

2. **Total number of shareholders on record date :** 85,413

3. **No. of shareholders present in the meeting either in person or through proxy**

	In Person	In Proxy
Promoters and Promoter Group	15 Folios for 197221435 shares	20 Folios for 20479739 shares
Public	95 Folios for 21120 shares	110 Folios for 36911166 shares
Total	110 folios for 197242555 shares	130 Folios for 57390905 shares

4. **No. of shareholders present through Video Conferencing**

	In Person	In Proxy
Promoters and Promoter Group	No Video Conferencing facility was established for the AGM	
Public		
Total		

5. **Details of Agenda**

Sr No	Resolution Passed	Ordinary/ Special	Mode of Voting
1	To receive consider and adopt the Audited Profit & Loss account for the year ended March 31, 2012, the balance sheet as at that date, the auditors report thereon and the Directors' Report.	Ordinary	Show of hands
2	To declare a dividend on equity share.	Ordinary	Show of hands
3	To appoint a director in place of Prof Bala Balachandran, who retires by rotation and being eligible offers himself for reappointment.	Ordinary	Show of hands
4	To appoint a director in place of Mr. Aman Mehta, who retires by rotation and being eligible offers himself for reappointment.	Ordinary	Show of hands
5	To appoint a director in place of Mr D Shivakumar, who retires by rotation and being eligible offers himself for reappointment.	Ordinary	Show of hands
6	To appoint auditors from the conclusion of this meeting till the conclusion of the next Annual General Meeting, and to authorize the Board of Directors of the Company to fix their remuneration.	Ordinary	Show of hands

Note: Resolution number 1 was passed with majority. All the other resolutions were unanimously passed.



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In case of Poll/Postal Ballot/e-voting: Not Applicable since voting was by show of hand

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group							
Public Institutional holders							
Public-Others							
Total							

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For Godrej Consumer Products Limited



Ramesh Iyer
Dy. Company Secretary

