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

January 21, 2012

The Bombay Stock Exchange Ltd
Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai 400 023.

Scrip Code : 532424

Fax Nos 22723121/22722041/22722061/
22722037

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

Fax No :26598237/26598238

Dear Sir,

Sub: Board Meeting-January 21, 2012

At the meeting of the Board of Directors of the Company held today, the Board has:

1. Taken on record the unaudited financial results for the quarter ended December 31, 2011. The said results are enclosed herewith. The said results have been subjected to limited review by the statutory auditors. The limited review report which has been taken on record is enclosed herewith.

2. Declared a third interim dividend @ Re. 1/- per share (100% on the shares of the face value of Re.1/- each) for the financial year 2011-12

   As intimated earlier the Record Date for ascertaining the names of the shareholders who will be entitled to receive the said dividend is January 31, 2012.

   The dividend will be paid on February 14, 2012

Pursuant to clause 20 of the listing agreement a statement of appropriation is enclosed herewith.

This is in compliance with the listing agreement and other provisions as applicable.

For Godrej Consumer Products Ltd.

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

cc : 1) The Vice-President, National Securities Depository Ltd., Trade World, 4th Floor
Senapati Bapat Marg, Lower Parel, Mumbai 400 013
2) The Central Depository Services (India) Ltd. P J Towers, 28th Floor, Dalal Street, Mumbai 400 001

STATEMENT OF APPROPRIATIONS (As per Clause 20 of the listing agreement)

Name of the Company : Godrej Consumer Products Limited
For the period ended : Dec 31, 2011 (Reviewed)
Meeting of the Board of Directors of the Company held on January 21, 2012

(Amts in Rs. Lac)

Sr No	Particulars	Period ended 31-12-11 (Reviewed)	Period ended 31-12-10 (Reviewed)	Year ended 31-03-11 (Audited)
1	Total Turnover (net of excise duty)	**214919**	**177109**	**242538**
2	Other Operational Income	3750	3535	4746
3	**Total Income**	**218669**	**180644**	**247284**
4	Expenditure (Other than Interest, Depreciation and Tax Provisions)	177612	143442	196944
5	Depreciation	2012	1736	2200
6	**Total Expenditure**	**179624**	**145178**	**199144**
7	**Profit from operations before other Income and Interest & Exeptional Items**	**39045**	**35466**	**48140**
8	Foreign Exchange Gain / (Loss)	**(1681)**	**(179)**	**(118)**
9	Other Income (including Interest Income)	4564	1762	3323
10	**Profit before Interest and Exceptional Items (7+8+9)**	**41928**	**37049**	**51345**
11	Interest and Financial Charges	1125	502	876
12	**Profit After Interest but before exceptional items(10-11)**	**40803**	**36547**	**50469**
13	Exceptional Items	15619	4031	4031
14	**Profit Before Tax (12+ 13)**	**56422**	**40578**	**54500**
15	Provision for Taxation	11829	8120	11000
16	**Net Profit after Taxation (14-15)**	**44593**	**32458**	**43500**
17	Surplus Brought Forward	40791	23459	17420
18	Addition on Amalgamation of GHPL	0	0	6040
19	**Net Profit available for appropriation (including surplus brought forward) (16+17+18)**	**85384**	**55917**	**66960**
20	**Appropriation :**			
	a) Capital Redemption Reserve	0		0
	b) Dividend on Preference Shares	NA		NA
	c) Interim Dividend on Equity Shares (refer note below for current year)	9708	9708	16320
	d) Final Dividend	0		
	e) Tax on distributed Profits	1575		3339
	f) Transfer to General Reserve	4460	3137	6510
	g) Surplus carried forward	69641	43072	40791
21	Particulars of proposed Rights / Bonus Shares /Convertible Debenture	--		--

Note: 1 Interim dividend @ Re.1 per share has been declared for the financial year 2011-12, by the Board of Directors in its meeting held on July 23, 2011
2 2nd Interim dividend @ Re.1 per share has been declared for the financial year 2011-12, by the Board of Directors in its meeting held on October 21, 2011
3 3rd Interim dividend @ Re.1 per share has been declared for the financial year 2011-12, by the Board of Directors in its meeting held on January 21, 2012

for Godrej Consumer Products Ltd

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