

Godrej Consumer Products Ltd.
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31st March, 2011

The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sirs,

Sub: Completion of Godrej Household Products Limited merger
with Godrej Consumer Products Limited

We refer to our intimation dated 14th October, 2010 for the merger of Godrej Household Products Ltd ('GHPL') with Godrej Consumer Products Ltd ('GCPL').

We hereby inform that the Order of the Hon'ble High Court of Judicature at Bombay sanctioning the Scheme of Amalgamation of Godrej Household Products Ltd with Godrej Consumer Products Ltd ('the Scheme') has been filed with the Ministry of Corporate Affairs on 31st March 2011. Accordingly GHPL, a 100% subsidiary of GCPL, is merged with GCPL. The Appointed Date of the Scheme is 1st April 2010.

We also enclose herewith a press release being issued by the Company on the above subject matter.

Thanking you,

Yours faithfully
For Godrej Consumer Products Limited

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

The Godrej logo, featuring the word "Godrej" in a stylized, cursive script font.

PRESS RELEASE

Completion of Godrej Household Products Limited merger with Godrej Consumer Products Limited

March 31, 2011. Mumbai, India: Godrej Consumer Products Ltd. (GCPL), today announced the completion of merger of Godrej Household Products Ltd. (GHPL) with GCPL. This is subsequent to the Board of Director's approval of the merger of GHPL with GCPL. This merger consolidates GCPL's position in the Indian FMCG space, making it the largest home grown home and personal care portfolio in India and the second largest household insecticides company in Asia (ex Japan).

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

"The merger of GHPL with GCPL is an important milestone in our aspiration towards becoming a leading emerging markets FMCG company. GCPL is now the largest homegrown Household and Personal Care (HPC) company in India and the second largest Household Insecticides company in Asia (ex Japan). We continue to remain focused on our global 3 by 3 strategy – presence in 3 continents – Asia, Africa and Latin America through 3 core categories – Home Care, Personal Wash and Hair Care.

The merger will provide us with significant strategic and operational benefits. Both GCPL and GHPL have delivered outstanding performance and we believe that the merger provides us with a scale platform to accelerate our growth and profit trajectory. We are excited about the potential of offering even more world class, innovative products to delight our consumers in emerging markets. At the same time, we believe that the new GCPL will offer unparalleled growth and development opportunities for our team members, who have worked tirelessly to deliver value for all our stakeholders."

Mr. A. Mahendran, Managing Director, GCPL added:

"We look forward to capitalizing on the complementary strengths of both GCPL and GHPL through this merger – combining the best of both companies to capture the promise of a converged GCPL.

We are very confident that the integration will provide us with significant benefits in crafting an innovation platform for the future, achieving cost synergies, launching exciting new products, sharpening our brand positioning and enhancing our marketing and distribution capabilities."

About Godrej Consumer Products Limited

Godrej Consumer Products (GCPL) is a leader among India's Fast Moving Consumer Goods (FMCG) companies, with leading Household and Personal Care Products. Our brands, which include Good knight, Cinthol, Godrej No. 1, Expert, Hit, Jet, Fairglow, Ezee, Protekt and Snuggly, among others, 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. Our 'Good knight' brand has been placed at an overall rank 12 and continues to be the most trusted household care brand in the country in Brand Equity's Most Trusted Brands Survey 2010. 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. The acquisition of Rapidol and Kinky in South Africa have given GCPL leading positions in the fast growing South African ethnic hair care market. As part of increasing its global footprint, GCPL recently acquired Megasari Group, a leading household care company in Indonesia and Issue Group and Argencos, two leading hair colorant companies in Argentina