

February 15, 2013



The Manager - Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (East), Mumbai - 400 051

**GlaxoSmithKline
Consumer Healthcare Ltd.**

DLF Plaza Tower
DLF City Phase-1
Gurgaon 122002
Haryana, India

Tel. (0124) 2540700 / 4057700
Fax. (0124) 2540720-21
www.gsk.com

Dear Sir,

Sub: Re-appointment of Mr. Zubair Ahmed as Managing Director of the Company

Please note that the Board of Directors at its Meeting held on Friday, 15 February, 2013 has re-appointed Mr. Zubair Ahmed as Managing Director of the Company for the period from June 1, 2013 to May 31, 2017. Mr. Zubair Ahmed's terms of appointment and remuneration are subject to the approval of the shareholders.

Kindly take the above intimation on your records.

Thanking You

Yours faithfully
for GlaxoSmithKline
Consumer Healthcare Limited

A handwritten signature in blue ink, appearing to read 'Surinder Kumar', with a stylized flourish at the end.

Surinder Kumar
Executive Vice President – Legal &
Company Secretary



GlaxoSmithKline

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GlaxoSmithKline
Consumer Healthcare Ltd.

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Gurgaon 122002
Haryana, India

Dear Sir,

Tel. (0124) 2540700 / 4057700
Fax: (0124) 2540720-21
www.gsk.com

Sub: Audited Financial Results for the year ended December 31, 2012, Intimation of the Book Closure dates, Date of Dividend payment and Annual General Meeting

Pursuant to the applicable clauses of the Listing Agreement, please note that the Board of Directors of the Company at its meeting held on February 15, 2013, has approved the Audited Financial results for the year ended December 31, 2012, a copy of which is enclosed for your reference and records.

The Board also recommended a Dividend at the rate of Rs. 45 per equity share of Rs. 10 each. The Dividend, if approved by the shareholders in the ensuing Annual General Meeting scheduled to be held on April 9, 2012, will be paid to those members whose names appear in the Company's Register of Members and to those persons whose names appear as Beneficial owners as per the details to be furnished by National Securities Depository Limited and Central Depository Services (India) Ltd. as at the close of business hours on March 20, 2013. The dividend shall be paid to the entitled Members on or before May 8, 2013.

The Board also approved the change in Financial Year of the Company from Calendar Year to Financial Year w.e.f. January 1, 2013 to March 31, 2014 and thereafter the Financial Year will be from April 1 to March 31.

The Register of Members and Share Transfer Books will remain closed from March 21, 2013 to April 9, 2013, both days inclusive, for the purpose of Dividend and Annual General Meeting.

The 54th Annual General Meeting of the members of the Company will be held on Tuesday, April 9, 2013 at 9.30 a.m. at Punjab Public School Auditorium, The Punjab Public School (Senior Wing), Nabha 147 201 (Punjab).

Kindly take the above intimation on your records.

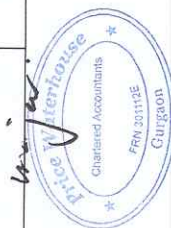
Thanking You

Yours faithfully
for GlaxoSmithKline
Consumer Healthcare Limited

Surinder Kumar
Executive Vice President – Legal &
Company Secretary

GLAXOSMITHKLINE CONSUMER HEALTHCARE LIMITED

PART I							(Rs. in Lakhs)
AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED DECEMBER 31, 2012							
PARTICULARS		3 Months Ended 31/12/2012	Preceding 3 Months Ended 30/09/2012	Corresponding 3 Months Ended 31/12/2011 in the previous year	Current year ended 31/12/2012	Previous year ended 31/12/2011	
(Refer Notes Below)		UNAUDITED	UNAUDITED	UNAUDITED	AUDITED	AUDITED	
1	Income from Operations (a) Net Sales / Income from Operations (Net of Excise Duty)	7,09,07	8,27,54	6,02,05	30,79,36	26,85,51	
	(b) Other Operating Income	25,44	30,50	17,35	1,08,14	79,50	
2	Total Income from operations (Net)	7,34,51	8,58,04	6,19,40	31,87,50	27,65,01	
	Expenses						
	a) Cost of material consumed	2,76,49	2,63,58	2,55,44	10,19,89	9,29,74	
	b) Purchase of stock-in-Trade	44,22	40,99	31,03	1,46,43	1,34,33	
	c) Change of inventories of finished goods, work-in-progress and stock-in-trade	(79,96)	5,87	(72,34)	(14,47)	(44,00)	
	d) Employee benefits expense	78,45	77,52	61,70	3,01,12	2,58,37	
	e) Advertising & Promotion	1,32,66	1,38,58	1,14,16	4,96,47	4,37,34	
	f) Depreciation and Amortisation expense	7,91	7,70	12,09	36,08	45,98	
	g) Other Expenses	2,06,24	1,60,52	1,50,43	6,64,65	5,44,77	
	Total Expenses	6,66,01	6,94,76	5,52,51	26,50,17	23,06,53	
3	Profit from operations before other income, finance costs & exceptional items (1-2)	68,50	1,63,28	66,89	5,37,33	4,58,48	
4	Other income	35,11	27,26	31,30	1,13,79	85,25	
5	Profit from Ordinary activities before finance costs & exceptional items (3+4)	1,03,61	1,90,54	98,19	6,51,12	5,43,73	
6	Finance costs	14	27	88	2,42	3,47	
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,03,47	1,90,27	97,31	6,48,70	5,40,26	
8	Exceptional items	-	-	-	-	-	
9	Profit from ordinary activities before tax (7+8)	1,03,47	1,90,27	97,31	6,48,70	5,40,26	
10	Tax expense	33,82	61,73	38,21	2,11,93	1,85,05	
11	Net Profit from ordinary activities after tax (9-10)	69,65	1,28,54	59,10	4,36,77	3,55,21	
12	Extraordinary items (net of tax expense)	-	-	-	-	-	
13	Net Profit for the period (11-12)	69,65	1,28,54	59,10	4,36,77	3,55,21	
14	Paid Up equity share capital -Face Value of Equity Shares	42,06 10	42,06 10	42,06 10	42,06 10	42,06 10	
15	Reserves excluding Revaluation Reserves as per Balance Sheet of the previous accounting year					11,02,12	
16. i	Earnings per share (before extraordinary items) (of Rs 10/- each) (not annualised):						
	(a) Basic and	16.56	30.56	14.05	103.85	84.46	
	(b) Diluted						
16. ii	Earnings per share (after extraordinary items) (of Rs 10/- each) (not annualised):						
	(a) Basic and	16.56	30.56	14.05	103.85	84.46	
	(b) Diluted						



Prakash Sharma

Part II					
Select Information for the Quarter and Year Ended 31/12/2012					
A. PARTICULARS OF SHAREHOLDING					
	3 Months Ended 31/12/2012	Preceding 3 Months Ended 30/09/2012	Corresponding 3 Months Ended 31/12/2011 in the previous year	Current year ended 31/12/2012	Previous year ended 31/12/2011
1. Public Shareholding					
- Number of Shares	2,39,03,295	2,39,03,295	2,39,03,295	2,39,03,295	2,39,03,295
- Percentage of Shareholding	56.84	56.84	56.84	56.84	56.84
2. Promoters and Promoter Group Shareholding					
a) Pledged/Encumbered					
- Number of shares	-	-	-	-	-
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter Group)	-	-	-	-	-
- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-	-
b) Non-encumbered					
- Number of shares	1,81,52,243	1,81,52,243	1,81,52,243	1,81,52,243	1,81,52,243
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter Group)	100.00	100.00	100.00	100.00	100.00
- Percentage of shares (as a % of the total share capital of the Company)	43.16	43.16	43.16	43.16	43.16

Particulars	3 months ended 31st Dec 12
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	45
Disposed of during the quarter	45
Remaining unresolved at the end of the quarter	NIL



Ruhain Ahmed

(1)

Standalone Statement of Assets and Liabilities		As at (Current year end) (31/12/2012) (Rs. in Lakhs)	As at (Previous year end) (31/12/2011) (Rs. in Lakhs)
A. EQUITY AND LIABILITIES			
Shareholders' funds			
a) Share capital		42,06	42,06
b) Reserves and surplus		13,18,92	11,02,12
Sub-total - Shareholders' funds		13,60,98	11,44,17
2. Non-current liabilities			
a) Long term borrowings		-	-
b) Deferred tax liabilities (net)		-	-
c) Other long term liabilities		11,48	9,97
d) Long term provisions		76,80	50,76
Sub-total - Non-current liabilities		88,28	60,73
3. Current liabilities			
a) Short-term borrowings		-	-
b) Trade payables		4,78,44	3,59,37
c) Other current liabilities		3,51,49	2,94,27
d) Short-term provisions		2,75,31	2,23,92
Sub-total - Current liabilities		11,05,23	8,77,56
TOTAL - EQUITY AND LIABILITIES		25,54,49	20,82,46
B. ASSETS			
1. Non-current Assets			
a) Fixed assets #		3,91,07	3,49,85
b) Deferred tax assets (net)		61,63	39,89
c) Long-term loan & advances		44,66	50,43
d) Other non-current assets		-	-
Sub-total - Non-current assets		4,97,36	4,40,16
2. Current Assets			
a) Inventories		3,69,64	3,69,96
b) Trade receivables		1,12,61	99,19
c) Cash and cash equivalents		14,64,24	10,79,65
d) Short term loans and advances		66,81	60,03
e) Other current assets		43,83	33,46
Sub-total - Current assets		20,57,13	16,42,29
TOTAL - ASSETS		25,54,49	20,82,46

Fixed Assets includes CWIP aggregating Rs 1,97,23.86 as at Dec 31, 2012 (Rs 1,49,15.79 Lakhs as at Dec 31, 2011)



Rubair alamy

GLAXOSMITHKLINE CONSUMER HEALTHCARE LIMITED
AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED DECEMBER 31, 2012

NOTES

- (2) The Company's nutritional business is India focused and in a single business and geographical segment. Accordingly segment information is not applicable.
- (3) The Company received 45 investor complaints during the quarter ended December 31, 2012 which were duly resolved by the end of the quarter. There were no investor complaints pending at the beginning and at the end of the quarter.
- (4) The Board of Directors has recommended a Dividend of Rs. 45/- per Equity share of Rs. 10 each, for the year ended December 31, 2012, at its meeting held on February 15, 2013. The Dividend, if approved by the Members at the ensuing Annual General Meeting to be held on April 09, 2013, will be paid on or before May 08, 2013 to those Members whose names appear in the Company's Register of Members as on March 20, 2013.
- (5) The above results and this release have been reviewed by the Audit Committee of the Board and approved by the Board of Directors of the Company at its meeting held on February 15, 2013.
- (6) The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year
- (7) Figures for the previous period have been regrouped/reclassified wherever necessary, to conform to the current period's classification.

REGD. OFFICE: PATIALA ROAD, NABHA 147201 (PUNJAB).
HEAD OFFICE: DLF PLAZA TOWER, DLF CITY PHASE I,
GURGAON - 122002, HARYANA.

GURGAON
February 15, 2013



ON BEHALF OF THE BOARD

Zubair Ahmed

ZUBAIR AHMED
MANAGING DIRECTOR

The Board of Directors
M/s. GlaxoSmithKline Consumer Healthcare Limited
Patiala Road,
Nabha – 147201
Punjab

1. This report is produced in accordance with the terms of our agreement dated January 30, 2012.
2. We have audited the accompanying 'Audited Financial Results for the year ended December 31, 2012' (the 'Statement') of GlaxoSmithKline Consumer Healthcare Limited (the "Company"), prepared by the Company's directors pursuant to the requirement of Clause 41 of the Listing Agreement, in which are included its annual financial results for the year ended December 31, 2012 and the statement of assets and liabilities as on December 31, 2012, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which we have traced from disclosures made by the Management and accordingly, have not been audited by us. As mentioned in Note 6 to the Statement, the figures for the quarter ended December 31, 2012 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures, subjected to limited review, up to the third quarter of the current financial year.

Directors' Responsibilities

3. The directors of the Company are responsible for preparing the Statement that gives a true and fair view of the net profit and other financial information for the year ended December 31, 2012, and also the statement of assets and liabilities as at December 31, 2012.
4. The directors have prepared the Statement on the basis of the Company's annual financial statements, prepared in accordance with the accounting standards issued pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 and other accounting principles generally accepted in India, in compliance with the requirement of Clause 41 of the Listing Agreement.
5. The responsibility of the directors include the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibilities

6. Our responsibility is to express an opinion on the Statement based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.
7. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the Statement.



8. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

9. In our opinion, and to the best of our information and according to the explanations given to us, the Statement:
- (i) is presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and
 - (ii) gives a true and fair view of the net profit and other financial information for the year ended December 31, 2012 and also gives a true and fair view of the statement of assets and liabilities as at December 31, 2012.
10. Further, we also report that we have traced the number of shares as well as the percentage of shareholdings in respect of the aggregate amount of public shareholdings, as well as that of the promoters and promoter group (both pledged/ encumbered and non-encumbered), as disclosed in terms of Clause 35 of the Listing Agreement, from the representations and other records and information and explanations given to us by the Company's Management, and found the same to be in accordance therewith.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Usha Rajeev
Partner
Membership Number: F 087191

Place: Gurgaon
Date: February 15, 2013