



March 22, 2012

Manager - Listing Department
National Stock Exchange of India Ltd.
C - 1, Block G, 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,

Subject: Proceedings of 53rd Annual General Meeting

We would like to inform you that at the Fifty Third Annual General Meeting of GlaxoSmithKline Consumer Healthcare Ltd. held on Thursday, March 22, 2012 at 9.30 a.m. at Punjab Public School Auditorium, The Punjab Public School (Senior Wing), Nabha 147 201 (Punjab), all the items of business contained in the Notice of the 53rd Annual General Meeting of the Company were approved by the Members.

The details of Voting results, as per the requirements of Clause 35A of the Listing Agreement, are enclosed in the prescribed format at Annexure A.

A copy of the detailed proceedings of the 53rd Annual General Meeting of the Company shall be sent to you in due course.

Thanking You,

Yours faithfully
for GlaxoSmithKline
Consumer Healthcare Limited

Surinder Kumar
Executive Vice President – Legal &
Company Secretary

Enclosure : As above

**DETAILS OF VOTING RESULTS AS PER REQUIREMENTS
OF CLAUSE 35 A OF THE LISTING AGREEMENT:**

Date of the AGM: March 22, 2012

Total number of shareholders on record date: 25,914

**No. of Shareholders present in the meeting either in
person or through proxy: 148**

Promoters and Promoter Group: 01

Public: 147

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: N.A.

Public: N.A.

Detail of the Agenda:

1. Approval of the Audited Balance Sheet and Profit and Loss Account for the year ended 31 December 2011 together with the Directors' Report and Auditors Report thereon.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

2. Declaration of dividend of Rs. 35 per equity share of Rs. 10 each for the year ended December 31, 2011.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

3. Re-appointment of M/s. PriceWaterhouse, Chartered Accountants, as the Auditors of the Company upto the conclusion of the next Annual General Meeting of the Company.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

4. Approval of the terms and conditions of appointment and remuneration of Mr. Zubair Ahmed as Managing Director of the Company for a period of one year and five months i.e. from January 1, 2012 to May 31, 2013.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

5. Approval of the terms and conditions of appointment and remuneration of Mr. Jaiboy John Phillips as a Wholetime Director of the Company, in the casual vacancy, with effect from February 6, 2012 up to the Annual General Meeting to be held in 2013.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

6. Approval of ex-gratia payment of Rs. 401.6 Lacs to Mr. Praveen K Gupta, Wholetime Director of the Company, upon his resignation from the office of Director.

Resolution required: (Ordinary/Special) – Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) - Show of hands



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