

March 18, 2011

The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 023.

The National Stock Exchange,
Plot No.C-1, G-Block, Exchange Plaza,
4th Floor, Bandra-Kurla Complex, Mumbai 400 051.

Dear Sir,

Sub: Results of Postal Ballot

As informed to you earlier, the Company has sought the shareholders consent through a Postal Ballot for the following proposals:

Sr No	Subject matter of the resolution
1	Approval of GCPL Employees Stock Grant Scheme (GCPL ESGS Scheme) and allotment of equity shares thereunder to the Employees of the Company
2	Extension of benefits of GCPL ESGS Scheme to the employees of subsidiaries of the Company
3	Appointment of Mr. A Mahendran as Managing Director of the Company for a period of three years with effect from July 1, 2010

The results for the aforesaid postal ballot have been announced today and the same is enclosed herewith.

From the results it can be observed that all the resolutions as contained in the notice of postal ballot dated January 22 2011 have been passed with the requisite majority.

Yours faithfully
For Godrej Consumer Products Ltd.,

P Ganesh

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

Godrej

Godrej Consumer Products Limited
Results of GCPL Postal Ballot sent vide notice of Postal Ballot dated January 22, 2011

Resolution 1 (Special Resolution)

Approval of Employee Stock Grant Scheme 2011 (GCPL ESGS) and allotment of equity shares thereunder to the Employees of the Company

Category	Votes	Shares	%
For	2286	22,35,73,883	99.17
Against	199	18,44,266	0.82
Invalid	140	35,582	0.01
Total	2625	22,54,53,731	100.00

Result **Passed with requisite majority**

Resolution 2 (Special Resolution)

Extension of the benefits of GCPL ESGS to employees of subsidiary companies

Category	Votes	Shares	%
For	2089	22,35,25,804	99.14
Against	253	18,53,558	0.82
Invalid	283	74,369	0.04
Total	2625	22,54,53,731	100.00

Result **Passed with requisite majority**

Resolution 3 (Special Resolution)

Appointment of Mr A Mahendran as Managing Director for a period of three years with effect from July 1, 2010

Category	Votes	Shares	%
For	2259	22,53,60,141	99.96
Against	84	16,924	0.01
Invalid	282	76,666	0.03
Total	2625	22,54,53,731	100.00

Result **Passed with requisite majority**



Certified to be true
For Godrej Consumer Products Limited

P Ganesh

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