

ANALYST & INVESTOR MEET

JUNE 15, 2010



DISCLAIMER

This presentation does not constitute or form part of any offer or recommendation or solicitation to purchase or buy or deal with in any securities of Godrej Industries Limited (“GIL”) (the “Company”), nor shall it or any part of it or the fact of its distribution form the basis of, or be relied on in connection with, any contract or commitment thereof.

This presentation contains statements that constitutes forward -looking statements. These statements include descriptions regarding the intent, belief or current expectations of the Company or its directors and officers with respect to the results of operations and financial condition of the Company. These statements can be recognized by use of words such as “expects”, “plans”, “will”, “estimates”, “outlook”, “projects” or other words of similar meaning. Such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and actual results may differ from those in such forward-looking statement as a result of various factors and assumptions which the Company believes to be reasonable in light of its operating experience in recent years. The Company does not undertake to revise any forward-looking statement that may be made from time to time by or on behalf of the Company. Actual results might differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include changes in industry structure, significant changes in political and economic environment in India and overseas, tax laws, import duties, litigation and labor relations.

No representation, warranty, guarantee or undertaking, express or implied, is or will be made as to, and no reliance should be placed on, the accuracy, completeness or fairness of the information, estimates, projections and opinions contained in this presentation. Readers must make their own assessment of the relevance, accuracy and adequacy of the information contained in this presentation. Any opinions expressed in this presentation are subject to change without notice. None of the Company, promoters or any other persons that may participate in this presentation shall have any responsibility or liability whatsoever for any loss howsoever arising from this presentation or its contents or otherwise arising in connection therewith.

AGENDA

- COMPANY OVERVIEW
- INVESTMENT RATIONALE
- GODREJ AGROVET DEEP DIVE

COMPANY OVERVIEW

Part of Godrej Group

- Established in 1897
- US \$ 2.8 billion in revenues
- 25,000 employees
- Diversified, accomplished, trusted

Diversified business model

- Leveraging the “India growth story” through presence in multiple high growth industries
- Portfolio of high quality products that successfully cater to growing aspirations of all consumers
 - Urban & Rural, Domestic & Global
- Diversified business provides a hedge against adverse developments in particular industry

Experienced management team

- Sound qualifications along with strong entrepreneurial orientation
- Tremendous results track record

BALANCED PORTFOLIO OF GROWTH BUSINESSES

	BUSINESS SEGMENTS	FINANCIAL PERFORMANCE
CHEMICALS (own business)	- Fatty alcohols, fatty acids, glycerin & surfactants - Key ingredients for personal care, home care & specialized consumer products	Delta PBIT in FY 10 – Rs 70.88 cr. Double digit growth in Specialty chemicals business
GODREJ AGROVET (75.2%)	- Animal Feeds - cattle, layer, poultry & aqua feeds - Oil Palm plantations & Agro-chemicals	Revenue growth in FY 10 – 9% Operating profit growth FY 10 – 862%
GODREJ PROPERTIES (69.4%)	- Poultry & processed meats - Townships, Residential & Commercial projects - Presence in 10 cities 82 million sq ft development area	Income growth in FY 10 – 53.2% Net profit growth FY 10 - 64.5%
VIKHROLI PROPERTY DEVELOPMENT (40%)	2.8 Mn sq ft of land to be developed in prime Mumbai suburb - Mixed use development with best-in-class design and sustainable green buildings	
FMCG (GCPL -23.4%) (GHL – 43.4%)	- Home care, Personal Care , Foods & beverages - Leadership in Insecticides & Hair color segment - Dominant presence in Soaps, & confectionary - A third of revenues will now come from international	GCPL – Revenue growth in FY 10 – 46% Net profit growth FY 10 – 96%

AGENDA

- COMPANY OVERVIEW

- INVESTMENT RATIONALE

- GODREJ AGROVET DEEP DIVE

INVESTMENT RATIONALE

 brand advantage

systematic **value creation** approach

Proven **track record** of value creation

strong value of **underlying assets**

POWERFUL BRAND

One of the most well known **brands** built around trust and reliability
(rated as 4th best brand in India)



470 million consumers use at least one Godrej product everyday

LEADING MARKET POSITIONS

#1

Oleo-chemicals & Surfactants Household insecticides
Animal feeds Liquid detergents
Oil Palm plantations Soya milk
Hair color Processed Chicken

#2

Soaps

#3

Sugar confectionery

INVESTMENT RATIONALE

 brand advantage

systematic **value creation** approach

Proven **track record** of value creation

strong value of **underlying assets**

OUR "CREATE" STRATEGY

Consumer & **C**hemicals

Real

Estate

Agri

Transformation

Emergent

→ 4 core businesses

→ Drive to full potential

→ Focused incubation of new businesses



- Largest domestic home & personal care company in India
- 2nd largest household insecticides company in Asia (ex-Japan)
- Propositions built on superior quality affordable products
- Portfolio of 15 leading brands in India, SAARC, Indonesia, South Africa, Argentina, Nigeria and UK
 - Marquee brands such as Good Knight, No. 1, Hit, Cinthol and Inecto
- Recent international forays establishes platform for becoming leading emerging markets FMCG company
- Unparalleled track record of value creation among FMCG companies in India



- Caters to the raw material needs of high growth consumer goods sectors – Personal care, home care, tyre industry & specialised applications
- Reliable supplier to global MNCs
- Leader in India in Oleo-Chemicals; Pioneer in surfactants
- Exports to over 62 countries



GODREJ PROPERTIES

- Unique joint development model that is extremely capital efficient , de-risked & generates high return on investment
- Expanding presence to high growth cities that would witness strong housing demand
- Developing world-class townships that would serve as model- cities of future

VIKHROLI DEVELOPMENT PROJECT

- Approx 3mn sq ft of prime property to be developed in Mumbai
- Project will start in 2010 & last phase of the project would be completed by 2017
- JV between GIL & GPL on profit sharing basis
- GIL would effectively be beneficiary of **81.6% of profits** (through it's direct 40% share in profits + its 69.4% stake in GPL)



- **Animal Feed** – India's largest commercial feed miller; market leader in cattle, poultry and aqua feed
- **Oil palm plantations** – largest oil palm cultivator in India
- **Poultry** – JV with Tyson Foods, the world's largest meat processor
- **Agri inputs** – market leader in plant growth regulators, soil conditioners



RATIONALE

- Accelerate value creation trajectory and harness tremendous growth potential
- 113 year old - learning to be young again (while preserving core values)
- Broaden appeal to younger and more contemporary India
- Need to globalize business in FMCG
 - Emerging markets MNC aspiration
- Enhance capabilities to continue winning in the future
 - Innovation, M&A, Strategic Design
- Attract and retain the best talent

T RANSFORMATION

KEY ELEMENTS

Harness power of Godrej brand

- Brighter Living positioning
- Strengthen brand equity
- Brand assurance and guidelines

Drive innovation mindset

- Revamped NPD process
- Increased R&D investment
- More experimentation

Define differentiated employer proposition

- Overhaul of recruiting
- Systematic talent management
- Tailored career planning
- Next gen learning and training

Create high performance culture

- Deepen employee engagement
- Sustain results oriented mindset
- Enhance rewards and recognition

Inculcate stronger strategic capability

- Creation of strategy cell
- Appointment of Chief Strategy Officer
- More robust planning & reviews

Build best in class M&A and integration processes

- Strong M&A capabilities
- M&A playbook
- Systematic integration process



ENABLERS

Quality of management and aligned incentives

- Professional CEOs
- EVA based performance linked remuneration
- Long term incentives
- Robust planning and target setting guided by strategy cell

Lean but active center

- Fosters sense of Group, culture of cooperation/synergy
- Incubates new capabilities
- Ensures adequate controls and risk management
- Manages support functions that benefit from economies of scale

T RANSFORMATION

A GREAT PLACE TO WORK



GIL | **1st** in excellence in HR through technology
among top **15 Best** Employers in **India**



GCPL | **1st** in FMCG category
among **25 Best** Employers in **Asia**

GPL | **1st** in real estate and construction industry
among top **100 Best** Employers in **India**





TRACK RECORD OF INCUBATING BUSINESSES

ANIMAL FEED BUSINEES (GAVL)

- Entered the business in 1970s as adjacency of oil extraction business
- Clocked Rs 100 Cr of turnover in 1991 when spun off as separate company
- Today it is Rs 1142 Cr business contributing almost 70% of GAVL's PBT

HOUSEHOLD INSECTICIDES BUSINESS

- In 1994, GIL acquired Transelektra Domestic Products (Household insecticides business) for about Rs.100 Cr
- In 1995, a strategic alliance was forged with Sara Lee Corp – part value realization
- In 2009, GIL encashed its value in incubated business of Pest Management Services
- In 2010 GCPL completed acquisition of GSLL (now renamed Godrej Household Products Ltd)

REAL ESTATE BUSINESS

- The Properties Business was started as a division of GIL in 1990
- Total investment till date – Rs. 185 Cr.
- Current market cap of GPL – Rs. 3,600 Cr (as of 11 June 2010) ; GIL holds 69.4% stake in GPL – translating into a value of about Rs. 2,498 Cr.



CURRENT INCUBATIONS

GODREJ HERSHEY LTD

- JV with The Hershey Company, North America's leading chocolate manufacturer
- FY 2009-10 revenues were Rs 326 Cr
- Market leader candy segment with over 20% market share
- **Hershey's Milk Mix** sales grew by 82% in FY10; **Jumpin** sales by 13%
- Re-launches of **Nutrine Lollipop & Nutrine Froot Shoot** received overwhelming responses
- With launch of **Nutrine Chatkeeli Imli**, entered spicy/tangy segment of fruit candies
- Focus would be on establishing products at premium price points & entering high margin adult categories

NATURES BASKET LTD

- Gourmet retailing business growing at a CAGR of 59% in last 2 years
- 10 stores in most premium residential catchments of Mumbai & Delhi
- Per sq feet sales of Rs 23,509; almost thrice the industry average
- Strong demand for fine foods – Bandra store achieved cash profit break-even on launch day!

INVESTMENT RATIONALE

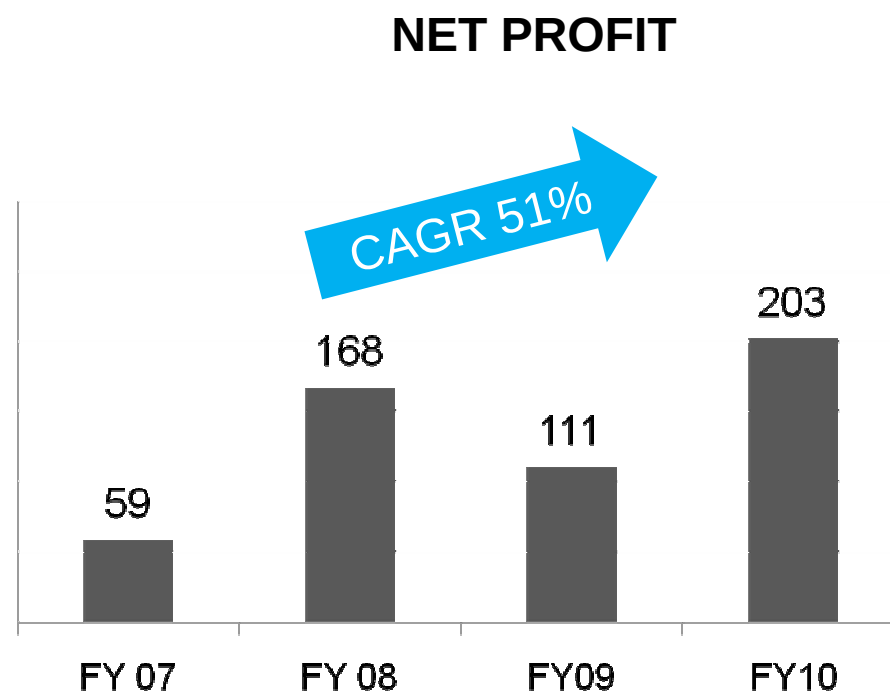
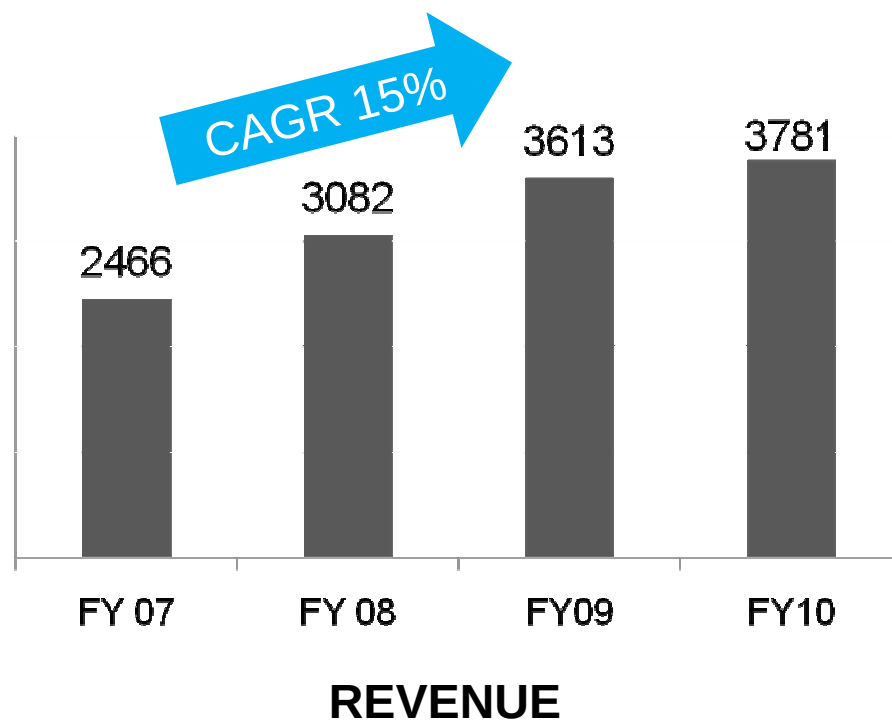
 brand advantage

systematic **value creation** approach

Proven **track record** of value creation

strong value of **underlying assets**

STRONG FINANCIAL PERFORMANCE

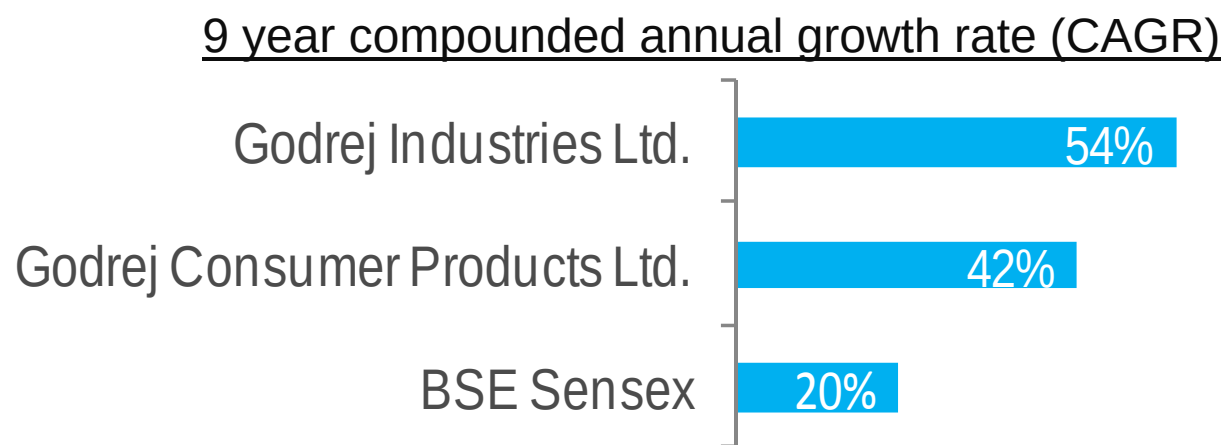


Figures in Rs. crore

Due to JVs, restructurings, acquisitions, divestitures, etc. revenue and profit figures are not strictly comparable from year to year.

HISTORY OF VALUE CREATION

A proven track record of **value creation**



Note: CAGR calculated on closing stock prices as of June 18th, 2001 and June 11th, 2010

INVESTMENT RATIONALE

 brand advantage

systematic **value creation** approach

Proven **track record** of value creation

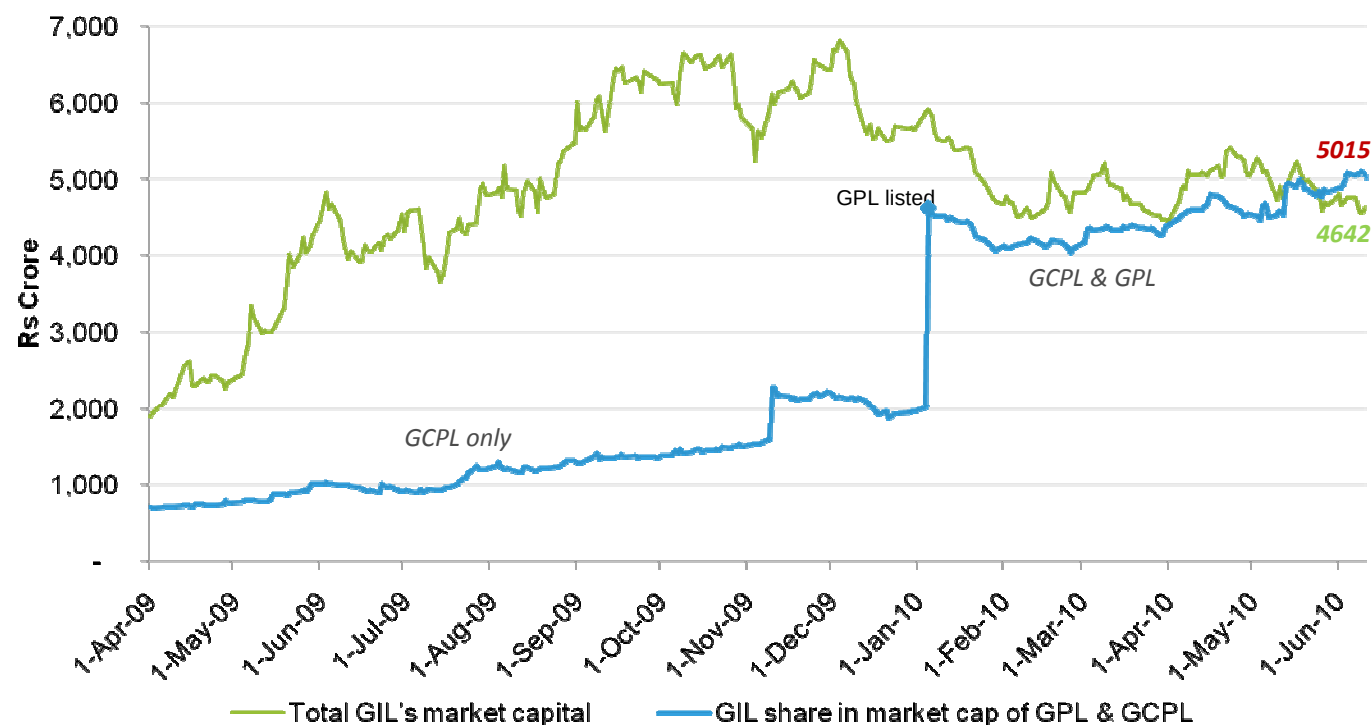
strong value of **underlying assets**

SIGNIFICANT APPRECIATION IN INVESTMENT VALUE

Company	Business	Holding (%)	Investment at cost (Rs. Crore)	Market Value* of investment (Rs. Cr)
Godrej Consumer Products	FMCG, Personal and Household Care Products	23.4	521	2517
Godrej Properties	Real Estate and Property Development	69.4	185	2498
Godrej Agrovet	Animal Feed, Agri-inputs, Poultry & Oil Palm	75.2	163	
Godrej Hershey	Food, Beverages and Confectionery	43.4	177	
Godrej International	International Trading	100.0	17	
CBay	Medical Transcription	5.2	38	80
Others (Avesthagen, Verseon, Boston Analytics, etc.)	Bio- Technology, KPO, etc.	-	82	
Total		-	1,145	

* as on June 11, 2010

VALUE UNLOCKING POTENTIAL



- GIL represents a unique opportunity to participate in several high growth sectors in India while remaining de-risked from the vagaries of any single industry
- With a presence in industries that are cyclical (Properties) and more stable (FMCG); businesses that are rural (Agrovet) and urban (Properties); businesses that are global (FMCG) and domestic (Properties), GIL offers a multifaceted opportunity to participate in the India growth story

Other interests

Animal Feed

(FY 2010 Revenue :
Rs. 1,142 crore)

Oil Palm Plantation

(FY 2010 Revenue :
Rs. 64 crore)

Confectionary / Foods

(FY 2010 Revenue :
Rs. 162 crore) (for
43.4% share)

Oleo Chemicals Veg Oils, etc

(FY 2010 Revenue :
Rs. 1,537 crore)

Other Agri / Poultry

(FY 2010 Revenue :
Rs. 407 crore)

Vikhroli Property development

AGENDA

- COMPANY OVERVIEW
- INVESTMENT RATIONALE
- GODREJ AGROVET DEEP DIVE

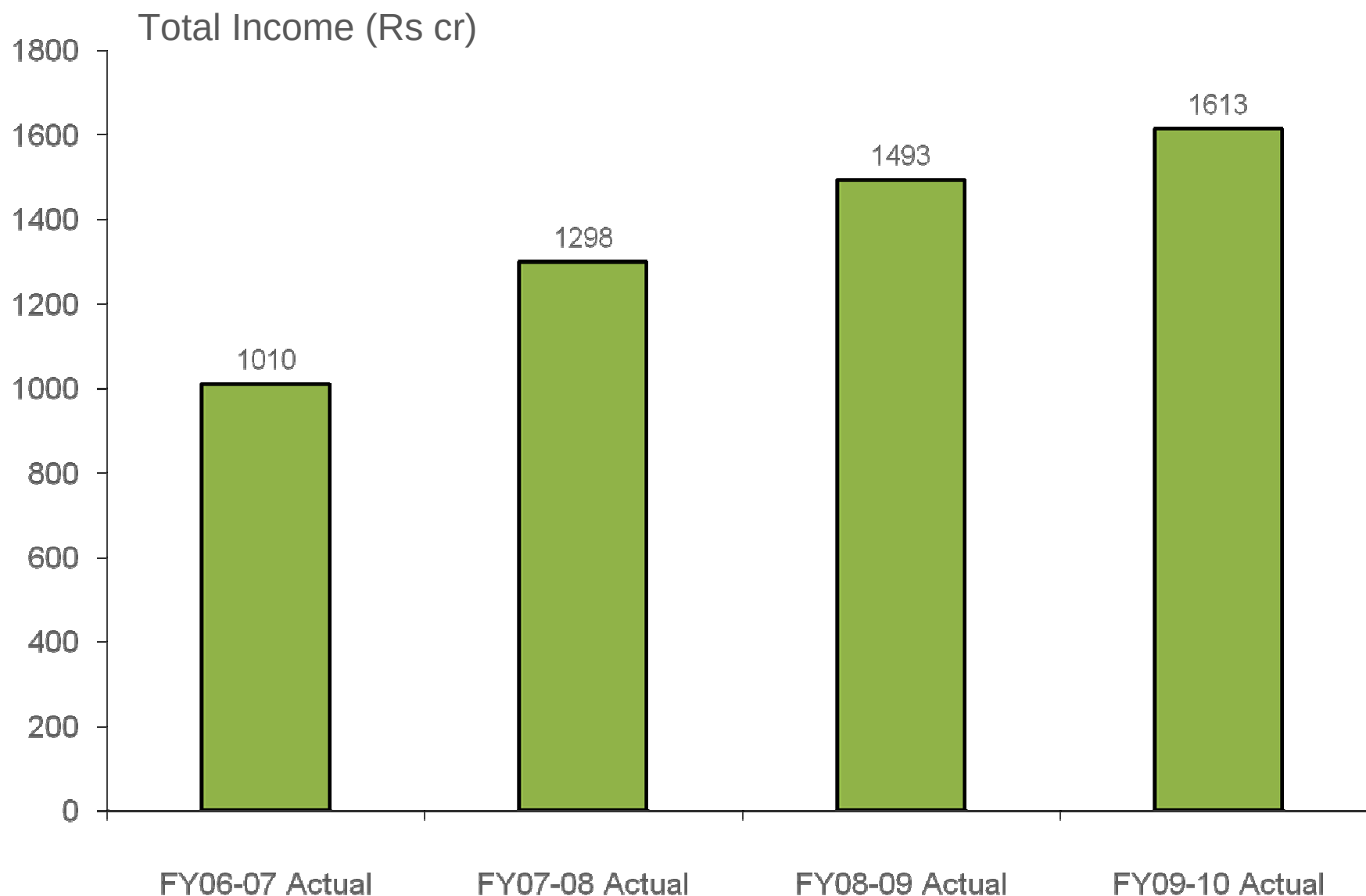
GAVL IS A DIVERSIFIED AGRIBUSINESS

- With ~1900 employees and total FY2009-10 Income of Rs 1613 cr, Godrej Agrovet Limited (GAVL) has interests in:

Animal Feed	Oil Palm Plantations	Poultry	Agri Inputs
• FY2009-10 sales of Rs 1142 cr • India's largest commercial feed miller • Market leader in cattle, poultry, and aqua feed • Innovating cutting-edge animal nutrition products • Bangladesh JV with ACI	• FY2009-10 sales of Rs 64 cr • Largest oil palm cultivator in India, with about 37,000 hectares • Goa & Karnataka operations in JV with IJM (Malaysia)	• FY2009-10 sales of Rs 232 cr • 20% market share in processed poultry • Partnered with Tyson Foods, the world's largest meat processor • GAVL has 49% stake in JV	• FY2009-10 sales of Rs 133 cr • Market leader in plant growth regulators, soil conditioners • Successfully launched new cotton herbicide "Hitweed" • Strong pipeline of innovative products

GAVL Mission: to improve the productivity of Indian farmers by innovating products and services that sustainably increase crop and livestock yields

GAVL HAS GROWN AT 16.9% CAGR SINCE FY07



ANIMAL FEED BUSINESS BREAKS INDUSTRY NORMS

Competition

Compete on price

Fragmented operations

Take large RM positions

No product innovation

Feed is a commodity

Godrej Agrovet

Compete on performance

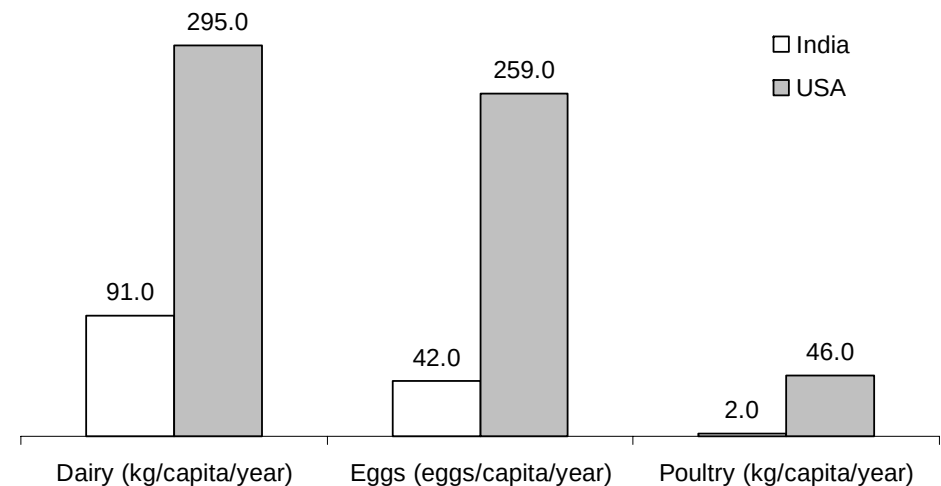
Centralize for efficiencies

Commodity risk management

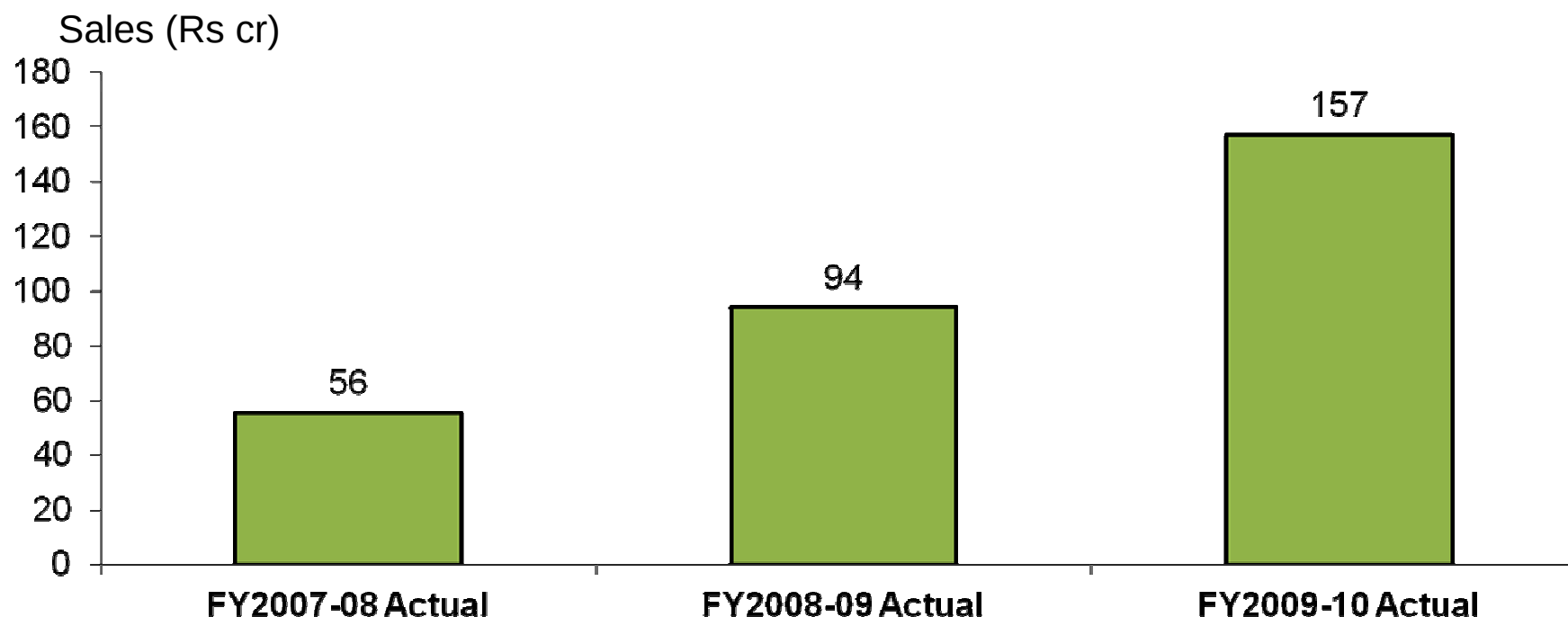
2-3 product launches/year

Significant R&D investment

- Animal Feed business is proxy for growth in India's livestock sector
 - dairy growing ~6% per year
 - poultry growing ~12% per year
 - aquaculture growing ~10% per year
- Massive growth upside as India catches up with Western dietary norms

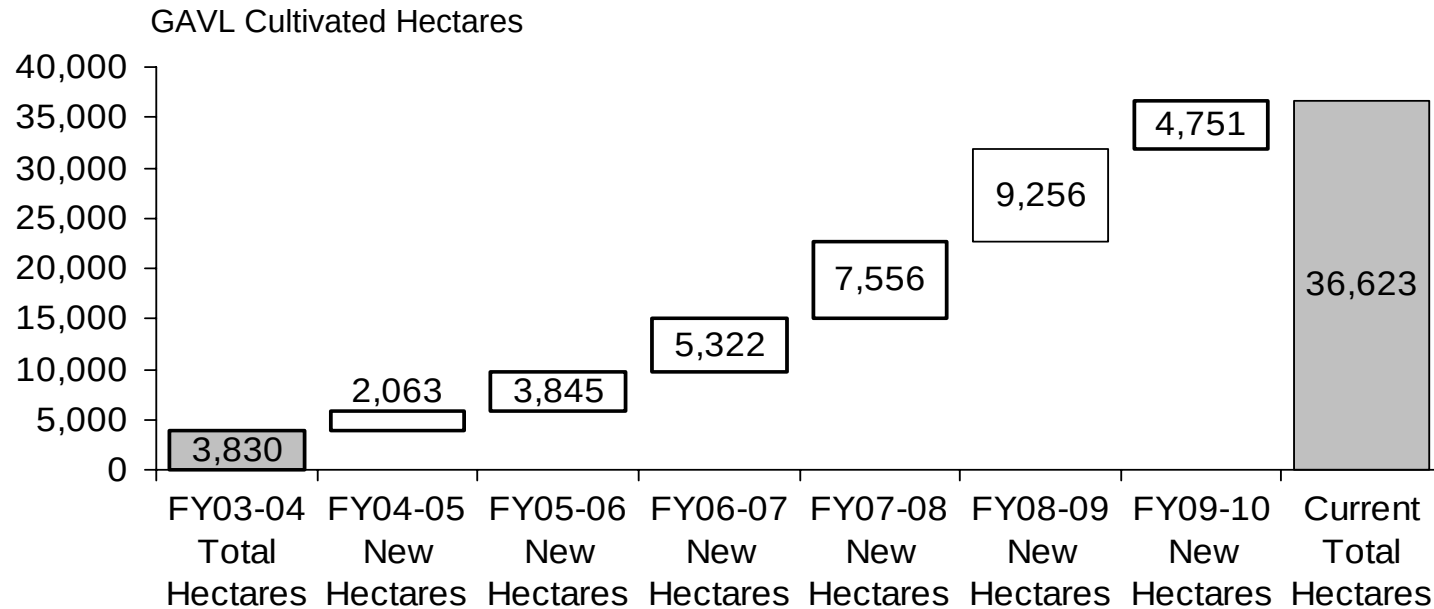


ACI GODREJ BECOMING KEY PLAYER IN BANGLADESH



- ACI Godrej was launched in 2005 as JV with the ACI Group
 - market leader in agrochemicals, pharmaceuticals
- Key business lines include poultry feed, fish feed, and broiler breeding
- Bangladesh GDP growing solidly at ~6%
- Non-vegetarian population allows for even faster livestock growth potential

OPP BUSINESS INTEGRATED FROM SEEDLINGS TO CPO



-
- India currently imports ~60% of total edible oil consumption
 - Per capita annual consumption is 12.8 kg vs. global avg. of 24.0 kg; growing ~12% per yr
 - GAVL is largest oil palm cultivator in India with ~37,000 hectares
 - Potential of 200,000+ hectares
 - operations in AP, Goa, Gujarat, Orissa, TN, and Karnataka

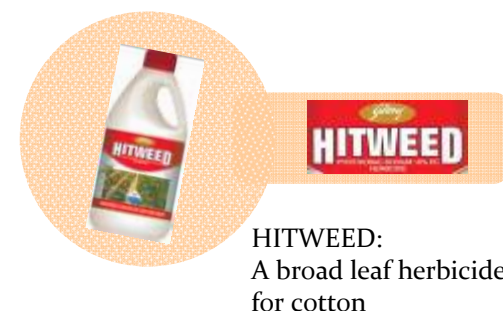
POULTRY BUSINESS NOW JOINT VENTURE WITH TYSON

- Tyson Foods, the US \$27 billion meat processor, owns 51% of Godrej Tyson Foods Limited (GTFL)
- GTFL includes two key brands
 - Real Good Chicken is the leading fresh poultry brand in India, with 20% market share
 - Yummiez is the fastest growing brand of quick serve (poultry and vegetarian) snack products
- Since entering the JV, Tyson has added significant value by improving efficiencies in poultry processing and live operations
- GTFL is well-positioned to benefit from trends changing Indian diets
 - rising non-veg consumption
 - adoption of convenient foods
 - growth in modern retail

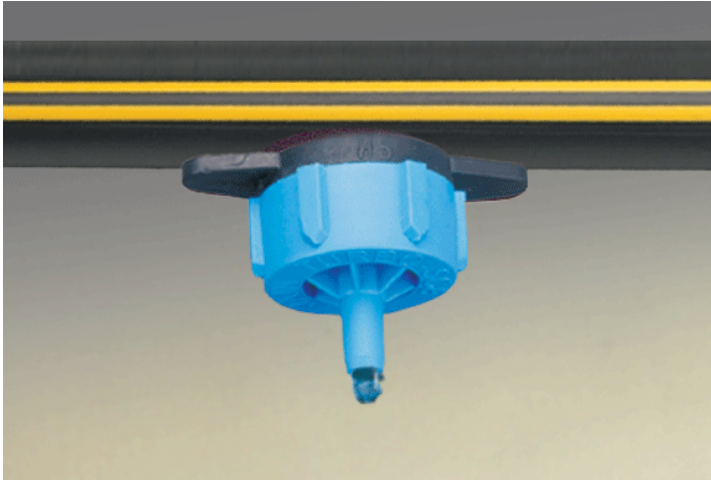


AGRI PORTFOLIO FOCUSED ON INNOVATIVE PRODUCTS

- GAVL is niche player in agrochemicals
- Focus on differentiated products, not commodity pesticides
 - plant growth regulators
 - soil conditioners
 - cotton herbicide
- Business experiencing rapid growth
 - 27.0% CAGR since FY2006-07
- Robust sales channel can be leveraged further
 - 140 sales people across India
 - 2800 distributors, dealers
- Aggressive product development in new categories
 - rice herbicide
 - bud break enhancer



FURTHER UPSIDE FROM RURAL SUNRISE SECTORS



- Drip Irrigation
- Clean Technology
- Hybrid Seeds

SUMMARY

 brand advantage

systematic **value creation** approach

Proven **track record** of value creation

strong value of **underlying assets**

ANNEXURE

GODREJ INDUSTRIES

FINANCIAL RESULTS

FY 2010 FINANCIAL HIGHLIGHTS (CONSOLIDATED)

Particulars (Rs Cr)	FY2010	FY2009	% Growth
Total Income #	3781	3614	5%
PBDIT *	413	328	26%
Depreciation	50	47	
Interest	150	150	
PBT *	213	131	62%
PAT	203	111	82%

* - Incl. exceptional items but excl. prior period and extraordinary items.

Incl. other income and exceptional items.

BALANCE SHEET (CONSOLIDATED)

Rs. Crore

Liabilities			Assets		
	31-03-10	31-03-09		31-03-10	31-03-09
Capital*	347	145	Net Fixed Assets**	997	999
Reserves	1734	1376	Investments	927	652
Debt	1481	1573	Net Current Assets	1541	1368
Def. Tax Liability	51	50	Cash & Bank bals.	148	125
Total	3613	3144	Total	3613	3144

* Capital includes Minority Interest

** Net Fixed Assets includes Goodwill on Consolidation

GODREJ PROPERTIES

PERFORMANCE OVERVIEW

Financial Highlights FY 2010:

FY 2010 Consolidated Total Income Rs. 456 Cr., Net Profit Rs. 123 Cr.

- Consolidated revenue for FY10 increased by 53%
- Consolidated PBDIT for FY10 grew by 42% to Rs. 231 Cr from Rs. 163 Cr in FY09
- Consolidated Net profit for FY10 up by 65%

Business Highlights FY 2010:

GPL witnessed considerable momentum in sales in FY 2010

- Approx. 1.89 mn sq. ft. of area was booked during the year.
- 3.9 mn sq. ft. of developed area handed over in FY10, significantly higher compared to 3.7 mn sq. ft. delivered from inception until FY 09.
- The Company is well placed to deliver higher sales year-on-year going forward.

PERFORMANCE ANALYSIS

Major projects contributing to the top-line are:

Project	Area Sold (mn. sq. ft.)*	Booking Value (Rs. million)
Godrej Garden City, Ahmedabad	0.80	1,820
Godrej Prakriti, Kolkata	0.18	404
Godrej Waterside, Kolkata	0.18	812
GVD/ MPM	0.14	343

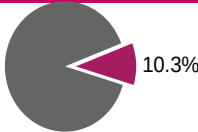
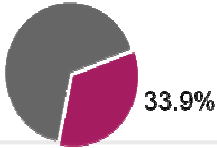
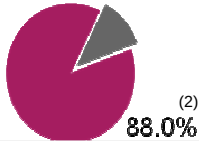
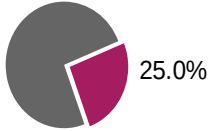
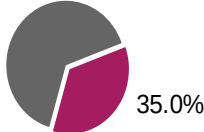
** Only GPL's share from the booking income reflected in the Total Income*

Private Equity deals worth Rs. 1,561 million to HDFC PMS & Milestone contributed to performance

- Part of the ongoing business strategy to monetize assets at an appropriate stage to use the incomes to fund new and existing projects

GODREJ CONSUMER PRODUCTS

LEADING PRESENCE IN CORE CATEGORIES

Key categories (1)	Key brands	Category market share	Rank
Soaps		 10.3%	#2
Hair colour (India)		 33.9%	#1
Ethnic hair colour (South Africa)		 88.0% ⁽²⁾	#1
Hair colour (Argentina)		 25.0%	#2
HI (GHPL)		 33.1%	#1
HI (Megasari)		 35.0%	#2

Note: (1) Key businesses captured. Other businesses include the toiletries business

(2) Refers to share in the ethnic hair color market

(3) Market size and market share of household insecticides excludes the coils category

Source: Company Information; Nielsen (MAT Mat 10)

PERFORMANCE OVERVIEW

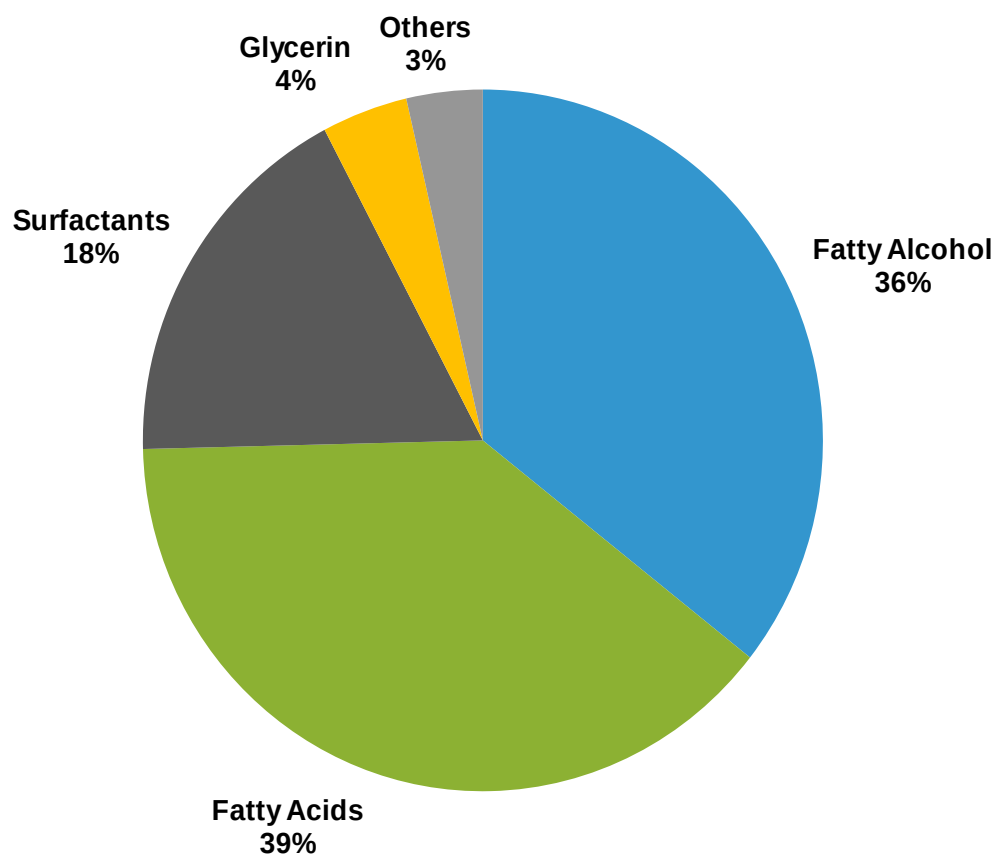
Consolidated Financial Performance FY 2010:

- Revenue for FY 10 increased by 47% to Rs. 2041 Cr from Rs. 1393 Cr.
- PBDIT for FY10 up by 94% at Rs. 410 Cr from Rs. 211 Cr.
- PBT for FY10 grew by 101% at Rs. 420 Cr from Rs. 209 Cr.
- PAT for FY10 increased by 97% to Rs. 340 Cr from Rs. 173 Cr.
- Fourth interim dividend – Re. 1.25 per share (i.e. 125%) totaling to 425% for FY 10.
- EPS higher at Rs. 11.3 as compared to Rs. 6.8 of the previous year (annualised)

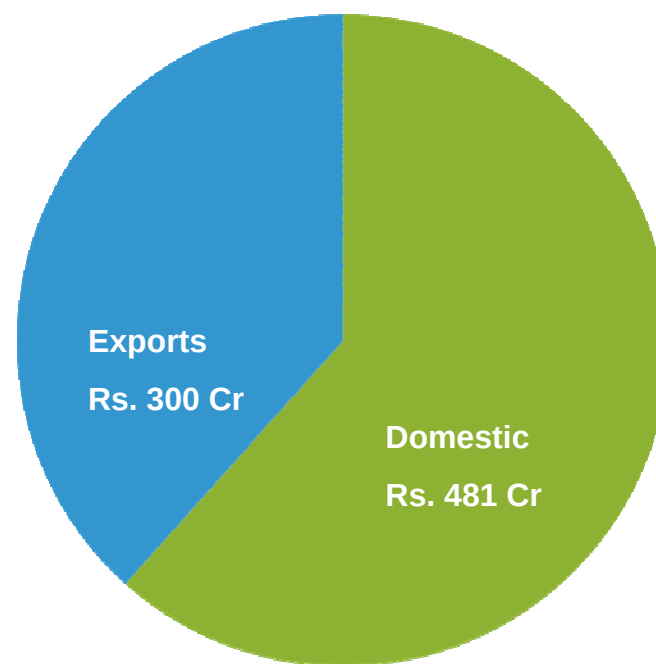
CHEMICALS BUSINESS

PRODUCT PORTFOLIO

Revenue distribution by category



Revenue distribution by geography



KEY PRODUCTS SEGMENT

Segment	Products	Drivers
Fatty Acid & Glycerin	• Cosmetics (Shaving, Facial creams) • Rubber processing (Tyres) • PVC processing • Pharmaceutical, Humectants, Cosmetics	• Movement into specialty fatty acid to drive growth • GIL's positioning – Present across the range of products
Fatty Alcohols	• Cosmetics , Industrial applications • Personal care, • Detergents • Specialty applications	• Export sales to drive growth • Developing direct relationships with MNC clients to meet their global requirements
Surfactants	• Shampoos • Conditioners • Cosmetics • Toothpaste • Detergents • Oil drilling	• Export led growth • Plans to: • Gain greater share of existing customer' businesses • Upgrade to value added variants

Key raw materials used are vegetable oils, their derivatives and Alpha Olefin

PERFORMANCE OVERVIEW

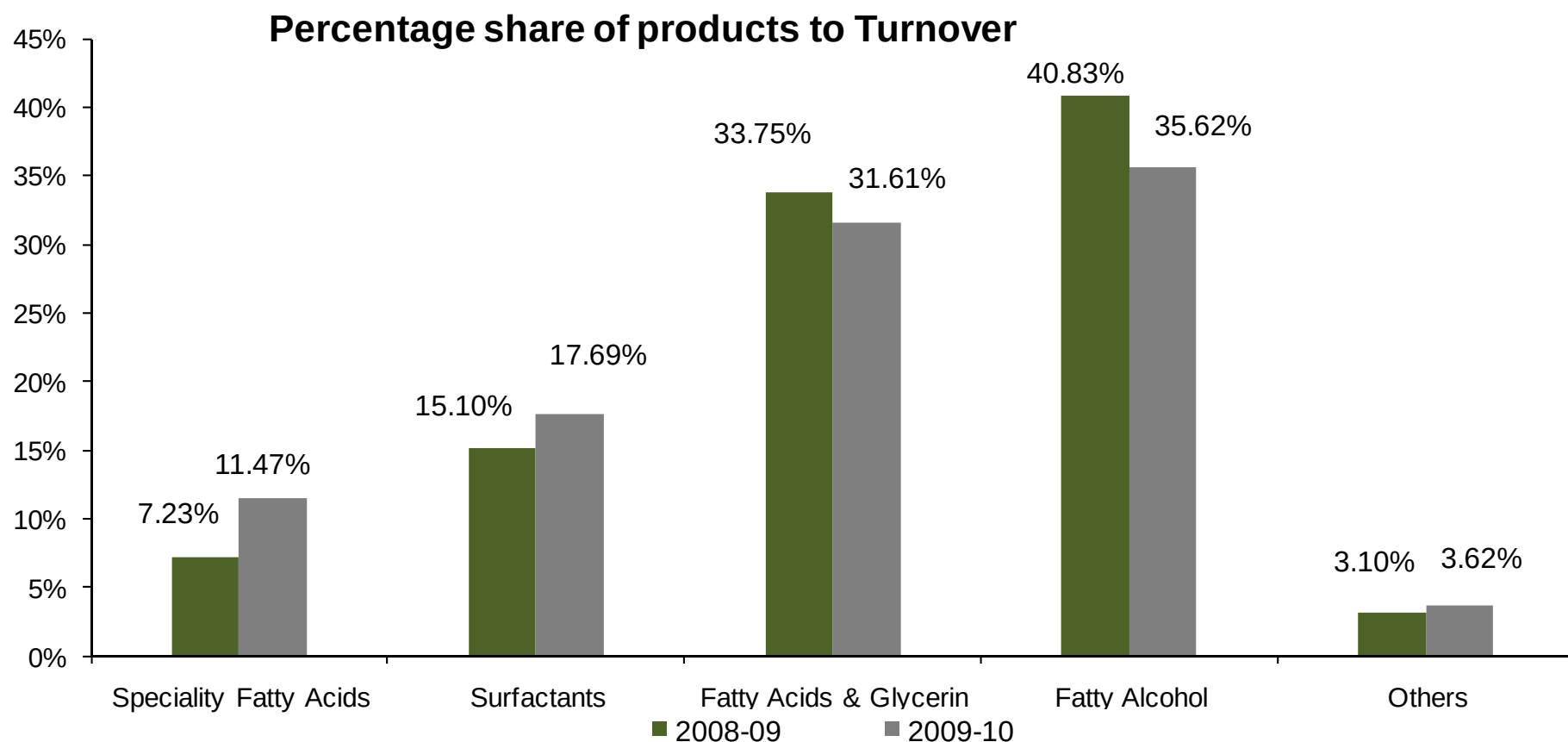
Financial & Business Highlights FY 2010–

- PBIT for FY 10 is at positive Rs. 52 cr. as against negative Rs. 18 cr. in FY 09
- The business has overcome the global recessionary impact which affected this division's performance last year. During the economic downturn, we focused on various initiatives to de-risk our portfolio and improve our operational efficiencies (reduction in net working capital, conversion costs and fixed costs).
- Customer Centricity and Recognition
 - developed a customer relationship website (eCRM initiative) that enables customers to track their orders and transactions and also receive updates through personalized web pages 24x7.
 - This initiative has been accorded recognition from Businessweek magazine and **GIL was adjudged as amongst the top 25 unsung innovators.**

STRATEGIC SHIFT TO HIGH MARGIN PRODUCTS

De-risking strategy resulted in increased sales in high margin products.

- Revenue of Specialty Fatty Acids business for FY10 up 59% over the last year
- Revenue of surfactants business for FY10 up 41% over the last year
- Share of specialty fatty acids and surfactants increased to 29.2% in the overall revenue mix as compared to 22.3% last year



BUSINESS STRATEGY

KEY PRIORITIES FOR THE BUSINESS

- Emphasis on high margin Specialty Products
- Focus on growing industry segment and emerging export markets.
- Continuous improvement in operational efficiencies
- Improve operations through innovation and technology.
- Focus on customer centricity

FATTY ALCOHOL

- Increase sales of long chain alcohol (C1618)
- Conversion Cost Reduction

FATTY ACIDS & GLYCERIN

- Drive efficiencies in commodity fatty acids portfolio
- Grow sales of high margin specialty fatty acids

SURFACTANTS

- Grow sales of alcohol based surfactants globally
- Improve share from personal care
- Develop sales of AOS made from newer chain-lengths.

SHAREHOLDING PATTERN AS ON 31st MAY 2010

Category	Shares held (nos.)	% of holding
Promoter holding	251234174	79.10%
Institutional investors :		
- Mutual funds & UTI	112842	0.04%
- Banks, financial institutional investors & Insurance companies	13720688	4.32%
- Foreign Institutional Investors	6581257	2.07%
Others :		
- Private corporate bodies	12048555	3.79%
- Indian Public	32536185	10.24%
- NRI/OCBs	1391191	0.44%
Total	317624892	100.00%

**THANK YOU FOR YOUR TIME
AND CONSIDERATION.**

For further information, please contact:

Clement Pinto
Associate Vice-President (Finance)
Godrej Industries
Tel: 022-2518 8010
Fax: 022-2518 8066
Email: cg.pinto@godrejinds.com

Anoop Poojari
Citigate Dewe Rogerson
Tel: +91 22 4007 5006 / 5008
Fax: +91 22 2284 4561
Email: anoop@cdr-india.com