

Godrej Consumer Products Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
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Website : www.godrejcp.com

February 21, 2012

The Bombay Stock Exchange Limited
Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street,
Mumbai 400 001.

Scrip Code : 532424
Fax Nos: 22723121/ 22722037 /
22722041/ 22722061/22722039 /2272
3719

The National Stock Exchange of India Ltd
Exchange Plaza, 4th Floor,
Bandra-Kurla Complex, Mumbai 400 050

Fax Nos: 26598237/38

Dear Sirs,

Sub: Outcome of EGM held on February 21, 2012

The stock exchanges are informed that the shareholders of the Company, has unanimously passed the following special resolutions as contained in the notice of EGM.

1. Issue of 16,707,317 equity shares of Re. 1 each at a premium of Rs.409 per share to Baytree Investments (Mauritius) Pte Ltd., on a preferential basis.
2. Payment of Commission on profits to the non executive directors at a rate not exceeding 1% of the net profits of the company (computed in the manner specified in the companies Act, 1956) or Rs.12.50 lac per director per annum, whichever is less, for a period of three years commencing from April 1, 2011

We attach herewith the voting results in the format specified as per clause 35a of the listing agreement.

Yours faithfully

For Godrej Consumer Products Limited



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



Godrej Consumer Products Limited: Date of the EGM: February 21, 2012

Total number of shareholders on record date	87119
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No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	35
Public	111
Total	146

No. of shareholders present through Video Conferencing	
Promoters and Promoter Group	Nil
Public	Nil
Total	Nil

(Agenda-wise)

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Resolution required (Ordinary/Special)	Special
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	Show of hands
In case of Poll/Postal ballot/E-voting (following details:	Not Applicable since voting was by show of hands

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group							
Public – Institutional holders							
Public-Others							
Total							



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For Godrej Consumer Products Limited

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

