marico

May 2, 2012

The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy
Towers, Dalal Street,
Mumbai - 400001
Fax: 22722037/ 39/ 41

The Manager
Listing department
National Stock exchange of India Limited
'Exchange Plaza', C-1 Block G
Bandra Kurla Complex, Bandra(E)
Mumbai - 400 051
Fax: 26598237/ 38

Dear Sir/ Madam,

Outcome of the Extra Ordinary General Meeting (EGM) held on May 2, 2012

This is to inform you that the shareholders of the Company at the EGM held today have passed the following special resolutions as contained in the notice of the EGM:

1. Alteration of the Authorised Share Capital of the Company by cancelling 5,00,00,000 (Five Crore) unissued Preference Shares of Rs. 10 (Rupees Ten) each aggregating to Rs. 50,00,00,000 (Rupees Fifty Crore) and creating new 50,00,00,000 (Fifty Crore) Equity Shares of Re.1 (Rupee One) each aggregating to Rs. 115,00,00,000 (Rupees One Hundred and Fifteen Crore).

2. Issue of 29,411,764 equity shares of Re.1 (Rupee One) each at a premium of Rs. 169 (Rupees One Hundred and Sixty Nine) on preferential basis to the following investors:

Name of the Investor	No. of Equity Shares proposed to be issued
Indivest Pte. Ltd.	22,058,823
Baring India Private Equity Fund III Listed Investments Limited	7,352,941
Total	**29,411,764**

3. Alteration in the Articles of Association of the Company for amending the "Common Seal Clause" of the Company.

We enclose herewith the voting results in the format specified as per Clause 35A of the Listing Agreement.

Kindly take the above on record.

Thanking you,
Yours faithfully,
For **Marico Limited**

Hemangi Ghag
Company Secretary
& Compliance Officer
Encl: A/a

Marico Limited
Regd Office: Rang Sharda
Krishnachandra Marg
Bandra Reclamation, Bandra (W)
Mumbai 400 050, India
Tel: (91-22) 6648 0480
Fax: (91-22) 6649 0113 / 4

www.marico.com

marico

Marico Limited: Voting results as per Clause 35A
Date of the EGM: May 2, 2012

Total number of shareholders on ~~record date~~ April 27, 2012	33535

No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	26
Public	129
Total	155

No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL
Total	NIL

(Agenda-wise)

Details of the Agenda:

1. Alteration of authorised share capital of the Company by cancelling 5,00,00,000 (Five Crore) unissued Preference Shares of Rs. 10 (Rupees Ten) each aggregating to Rs. 50,00,00,000 (Rupees Fifty Crore) and creating new 50,00,00,000 (Fifty Crore) Equity Shares of Re.1(Rupee One) each aggregating to Rs. 115,00,00,000(Rupees One Hundred and Fifteen Crore) each.

Resolution required (Ordinary/Special)	Special
Mode of voting	Show of hands The Special Resolution has been passed unanimously
In case of Poll/Postal ballot/E-voting	Not Applicable since voting was by show of hands

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

Marico Limited
Regd Office: Rang Sharda
Krishnachandra Marg
Bandra Reclamation, Bandra (W)
Mumbai 400 050, India
Tel: (91-22) 6648 0480
Fax: (91-22) 6649 0113 / 4

www.marico.com

2. Issue of 29,411,764 equity shares of Re. 1 each at a premium of Rs. 169 (Rupees One Hundred and Sixty Nine Only) to Indivest Pte. Ltd. and Baring India Private Equity Fund III Listed Investments Limited, on a preferential basis.

Resolution required (Ordinary/Special)	Special
Mode of voting	Show of hands The Special Resolution has been passed unanimously
In case of Poll/Postal ballot/E-voting	Not Applicable since voting was by show of hands

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

3. Alteration in the Articles of Association of the Company for amending the "Common Seal Clause" of the Company.

Resolution required (Ordinary/Special)	Special
Mode of voting	Show of hands The Special Resolution has been passed unanimously
In case of Poll/Postal ballot/E-voting	Not Applicable since voting was by show of hands

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

Yours faithfully,
For **Marico Limited**

Hemangi Ghag
Company Secretary
Date : May 2, 2012

Marico Limited
Regd Office: Rang Sharda
Krishnachandra Marg
Bandra Reclamation, Bandra (W)
Mumbai 400 050, India
Tel: (91-22) 6648 0480
Fax: (91-22) 6649 0113 / 4

www.marico.com