Godrej Consumer Products Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8040/8065/8069
Website : www.godrejcp.com

August 5, 2013

BSE 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 AGM held on August 3, 2013

The stock exchanges are informed that the shareholders of the Company, have passed the resolutions as contained in the notice of AGM dated April 30, 2013.

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

Ramesh Iyer
Dy. Company Secretary

GODREJ CONSUMER PRODUCTS LTD. MUMBAI 400 079

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Godrej Consumer Products Limited-Outcome of Annual General Meeting

1. **Date of the AGM: August 3, 2013**

2. **Total number of shareholders on record date (July 26, 2013) : 82719**

3. **No. of shareholders present in the meeting either in person or through proxy**

	In Person (Number of Folios)	In Proxy (Number of Folios)
Promoters and Promoter Group	15	16
Public	166	203
Total	**181**	**219**

4. **No. of shareholders present through Video Conferencing**

	In Person	In Proxy
Promoters and Promoter Group	No Video Conferencing facility was established for the AGM	
Public		
Total		

5. **Details of Agenda**

Sr No	Resolution Passed	Ordinary/ Special	Mode of Voting
1	To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2013, the Balance Sheet as at that date, the Auditors' Report thereon and the Directors' Report	Ordinary	Show of hands
2	To declare dividend on equity shares	Ordinary	Show of hands
3	To appoint a Director in place of Mr. Nadir Godrej, who retired by rotation and being eligible, offered himself for reappointment;	Ordinary	Show of hands
4	To appoint a Director in place of Mr. Bharat Doshi, who retired by rotation and being eligible, offered himself for reappointment	Ordinary	Show of hands
5	To appoint a Director in place of Dr. Omkar Goswami, who retired by rotation and being eligible, offered himself for reappointment	Ordinary	Show of hands
6	To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, and to authorise the Board of Directors of the Company to fix their remuneration. M/s. Kalyaniwalla & Mistry, Chartered Accountants, the retiring Auditors are eligible for reappointment.	Ordinary	Show of hands

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Sr No	Resolution Passed	Ordinary/ Special	Mode of Voting
7	To reappoint Mr. Adi Godrej as Whole time Director designated as Chairman for the period of 3 years w.e.f. April 1, 2013	Special	Show of hands
8	To appoint Ms. Nisaba Godrej as Whole time Director designated as Executive Director, Innovation	Ordinary	Show of hands
9	To appoint Mr. Vivek Gambhir as Director who was appointed as Additional Director at the Board Meeting held on April 30, 2013.	Ordinary	Show of hands
10	To appoint Mr, Vivek Gambhir as the Managing Director of the Company for the period of 3 years w.e.f. July 1, 2013	Ordinary	Show of hands
11	To appoint Ms. Ireena Vittal as Director who was appointed as Additional Director at the Board Meeting held on April 30, 2013.	Ordinary	Show of hands
12	To appoint Mr. A Mahendran as Director who was appointed as Additional Director w.e.f. July 1, 2013 at the Board Meeting held on April 30, 2013.	Ordinary	Show of hands

All the above Resolution were passed unanimously.

In case of Poll/Postal Ballot/e-voting: Not Applicable since voting was by show of hand

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 Godrej Consumer Products Limited

Ramesh Iyer
Dy. Company Secretary

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