Godrej Consumer Products Ltd.
Regd. Office : Godrej One,
4th Floor, Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079, India.
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8040
Website : www.godrejcp.com
CIN : L24246MH2000PLC129806

May 31, 2019

BSE Limited,
Corporate Relations Department,
1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street,
Mumbai 400 001.
Scrip Code: 532424

The National Stock Exchange of India Limited,
Exchange Plaza, 4th Floor, Bandra Kurla Complex,
Mumbai 400 051.
Symbol: GODREJCP

Sub: Compliance under Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

In terms of Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the disclosure of Related Party Transactions on a consolidated basis, in the format specified in the accounting standards for the half year ended March 31, 2019.

Please take the same on record.

Thank you.

Yours faithfully,
For **Godrej Consumer Products Ltd.**

GODREJ CONSUMER PRODUCTS LTD. MUMBAI 400 079

V. Srinivasan
Chief Financial Officer & Company Secretary

Encl: as above

GODREJ CONSUMER PRODUCTS LIMITED

STATEMENT OF RELATED PARTY TRANSACTIONS ON CONSOLIDATED BASIS FOR THE HALF YEAR ENDED MARCH 31, 2019
AND MARCH 31, 2018 PURSUANT TO REGULATION 23(9) OF SEBI LISTING REGULATIONS

A) Related Parties and their Relationship

a) Investing Entity in which the reporting entity is an Associate

i) Godrej Industries Limited
ii) Godrej Seeds & Genetics Limited

b) Companies under common Control with whom transactions have taken place during the half year ended Mar 31, 2019

i) Godrej & Boyce Mfg. Co. Limited
ii) Godrej Agrovet Limited
iii) Godrej Tyson Foods Limited
iv) Godrej Properties Limited
v) Natures Basket Limited
vi) Godrej Projects Development Private Limited
vii) Godrej One Premises Management Private Limited
viii) Creamline Dairy Products Limited

c) Key Management Personnel and Relatives:

i)	Mr. Adi Godrej	Chairman Emeritius
ii)	Ms. Nisaba Godrej	Executive Chairperson / Daughter of Mr. Adi Godrej
iii)	Mr. Vivek Gambhir	Managing Director & CEO
iv)	Mr. V. Srinivasan	Chief Financial Officer and Company Secretary
v)	Mr. Pirojsha Godrej	Non-Executive Director / Son of Mr. Adi Godrej
vi)	Mr. Nadir Godrej	Non-Executive Director/ Brother of Mr. Adi Godrej
vii)	Ms. Tanya Dubash	Non-Executive Director/ Daughter of Mr. Adi Godrej
viii)	Mr. Jamshyd Godrej	Non Executive Director
ix)	Mr. D Shivakumar	Independent Director (till November 1, 2017)
x)	Mr. Aman Mehta	Independent Director
xi)	Mr. Omkar Goswami	Independent Director
xii)	Ms. Ireena Vittal	Independent Director
xiii)	Mr. Bharat Doshi	Independent Director
xiv)	Mr. Narendra Ambwani	Independent Director
xv)	Ms. Ndidi Nwuneli	Independent Director
xvi)	Ms. Pippa Armerding	Independent Director (from January 30, 2018)
xvii)	Mr. Arvind Dubash	Husband of Ms. Tanya Dubash
xviii)	Mr. Burjis Godrej	Son of Mr.Nadir Godrej
xix)	Ms. Rati Godrej	Wife of Mr.Nadir Godrej
xx)	Mr. Sohrab Godrej	Son of Mr.Nadir Godrej
xxi)	Mr. Hormazd Godrej	Son of Mr.Nadir Godrej
xxii)	Mr.Navroze Godrej	Son of Mr. Jamshyd Godrej

d) Joint Venture:

Name of the Joint Venture	Country	% Holding as at March 31, 2019	% Holding as at March 31, 2018
Godrej Easy IP Holdings (FZC) (Dubai)	Dubai	Nil*	50%

* Dissolved during FY 2018-19

e) Associate Company:

Name of the Associate Company	Country	% Holding as at March 31, 2019	% Holding as at March 31, 2018
Bhabhani Blunt Hairdressing Pvt Limited	India	28.00%	30.00%

f) Trust where the reporting entity excercises significant influence

i) Godrej Consumer Products Limited Employees' Stock Option Trust

g) Post employment Benefit Trust where the reporting entity exercises significant influence

i) Godrej Consumer Products Employees' Provident Fund

B) The Related Party Transactions on consolidated basis are as under :

₹ Crore

	Associate Company		Investing Entity in which the reporting entity is an associate		Companies Under Common Control		Key Management Personnel and Relatives		Post employment benefit trust		Total	
	Half year ended March 31, 2019	Half year ended March 31, 2018	Half year ended March 31, 2019	Half year ended March 31, 2018	Half year ended March 31, 2019	Half year ended March 31, 2018	Half year ended March 31, 2019	Half year ended March 31, 2018	Half year ended March 31, 2019	Half year ended March 31, 2018	Half year ended March 31, 2019	Half year ended March 31, 2018
Sale of Goods	0.17	0.27	6.24	10.59	2.99	1.20	-	-	-	-	**9.40**	**12.07**
Sale of Capital Asset	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Purchase of Materials and Spares	0.13	-	35.20	29.73	0.20	0.07	-	-	-	-	**35.53**	**29.80**
Purchase of Fixed Asset including Assets under	-	-	-	-	0.19	6.31	-	-	-	-	**0.19**	**6.31**
Advance Paid	-	-	1.51	1.51	0.05	0.25	-	-	-	-	**1.56**	**1.76**
Royalty and Technical Fees Received	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Royalty and Technical Fees Paid	0.46	0.66	-	-	-	-	-	-	-	-	**0.46**	**0.66**
Business Development Expenses	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Establishment & Other Expenses Paid (Including	0.03	0.68	18.29	15.86	5.80	3.63	-	-	-	-	**24.12**	**20.17**
Expenses Recovered	-	-	0.15	0.03	-	0.02	-	-	-	-	**0.15**	**0.05**
Investments Made	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Investments Sold / Redeemed	2.27	-	-	-	-	-	-	-	-	-	**2.27**	**-**
Fair Value of Financial Guarantees included in	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Guarantees Given / (Cancelled)	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Guarantees / Surety Bonds Obtained / (Cancelled)	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Financial Guarantee Fee Received										-	**-**	**-**
Guarantee Commission Income	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Income from Business Support Services	-	-	-	-	-	-	-	-	-	-	**-**	**-**
Dividend Paid	-	-	313.98	69.78	45.00	10.00	17.72	3.94	-	-	**376.70**	**83.70**
Commission on Profits and Sitting Fees	-	-	-	-	-	-	3.41	2.37	-	-	**3.41**	**2.37**
Lease Rentals Received	-	-	1.34	5.48	-	-	-	-	-	-	**1.34**	**5.48**
Lease Rentals Paid	-	-	7.79	9.95	-	-	-	4.47	-	-	**7.79**	**14.43**
Contribution during the year (Including Employees'	-	-	-	-	-	-	-	-	8.47	7.52	**8.47**	**7.52**
Short Term Employment Benefits							12.29	22.44		-	**12.29**	**22.44**
Post Employment Benefits							0.50	0.42		-	**0.50**	**0.42**
Total	**3.05**	**1.61**	**384.51**	**142.93**	**54.23**	**21.48**	**33.92**	**33.64**	**8.47**	**7.52**	**484.17**	**207.17**

Outstanding Balances

₹ Crore

	Receivables		Payables		Guarantees		Commitments	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Associate Company	0.04	0.07	-	-	-	-	-	0.01
Investing Entity in which the reporting entity is an associate	4.75	0.97	3.63	0.30	(26.88)	(26.88)	-	2.61
Companies under Common Control	2.17	0.34	0.56	0.02	(1.21)	(1.21)	1.59	0.99
Key Management Personnel and Relatives	-	-	4.99	16.22	-	-	-	-
Post employment benefit trust	-	-	-	-	-	-	-	-
TOTAL	**6.96**	**1.38**	**9.18**	**16.54**	**(28.09)**	**(28.09)**	**1.59**	**3.61**