

## Annexure 'E'

**EXTRACT OF ANNUAL RETURN IN FORM MGT-9**

as on March 31, 2017

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

<b>I REGISTRATION AND OTHER DETAILS:</b>		
a	CIN	L24246MH2000PLC129806
	Registration date	29-November-2000 (Date of Incorporation) 15-December-2000 (Date of Commencement of Business)
	Name of the Company	Godrej Consumer Products Limited
b	Category/Sub Category	Public Company having Share Capital
c	Listing Status, if applicable	(1) Listed on BSE Ltd and The National Stock Exchange of India Limited (2) Listed on the Futures & Options (F&O) segment of The National Stock Exchange of India Limited
d	Company's registered office address and contact details	Godrej Consumer Products Limited Godrej One, 4 <sup>th</sup> Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (E), Mumbai- 400 079, Maharashtra, India Email: investor.relations@godrejcp.com Phone: +91 22 - 25188010/20/30 Fax: +91 22 - 25188040
e	Registrar & Transfer Agent's Name, Address and contact details	Computech Sharecap Limited, 147, Mahatma Gandhi Road, Opp Jehangir Art Gallery, Fort, Mumbai - 400 001, India Telephone: 022 - 22635000/5001 Fax: 022 - 22635005 Email: gcpl@computechsharecap.in

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY-** all business activities contributing 10% or more of the total turnover of the Company shall be stated:

	<b>Name and Description of main products / services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the Company</b>
1	Household Insecticides	20211	45%
2	Soaps	20231	30%
3	Hair Colours	20236	11%

**III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES** Annexure 'E-1'**IV SHAREHOLDING PATTERN** (Equity Share Capital Breakup as percentage of Total Equity) Annexure 'E-2'**V INDEBTEDNESS-** Indebtedness of the Company including interest outstanding/accrued but not due for payment:

	₹ (Crore)			
	<b>Secured Loan excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total indebtedness</b>
<b>Indebtedness at the beginning of the financial year</b>				
(i) Principal amount	-	2.75	-	2.75
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	0.00	2.75	0.00	2.75
Changes in Indebtedness during the financial year				
· Addition	0.00	400.00	0.00	400.00
· Reduction	0.00	(252.75)	0.00	(252.75)
Net Change	0.00	147.25	0.00	147.25
<b>Indebtedness at the end of the financial year</b>				
(i) Principal amount	0.00	150.00	0.00	150.00
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>150.00</b>	<b>0.00</b>	<b>150.00</b>

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A Remuneration to MD/WTD/Manager and Remuneration to KMP other than MD/Manager/WTD (CEO, CS & CFO)

₹ (Crore)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount	KMP other than MD/WTD/ Manager	
		Adi Godrej (WTD)	Nisaba Godrej (WTD)	Vivek Gambhir (MD & CEO)		V Srinivasan (CFO & CS)	Total Amount
<b>1</b>	<b>Gross salary</b>						
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	13.10	4.83	12.72	30.65	2.34	2.34
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.44	0.00	0.00	0.44	0.00	0.00
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	0.00	0.00	0.00	0.00	0.00	0.00
2	Stock Option	0.00	0.00	2.91	2.91	0.14	0.14
3	Sweat Equity	0.00	0.00	0.00	0.00	0.00	0.00
4	Commission - as % of profit - others, specify...	0.00	0.00	0.00	0.00	0.00	0.00
5	Others (Company's Contribution to PF, Reimbursements)	0.21	0.32	0.32	0.85	0.16	0.16
	<b>Total (A)</b>	<b>13.75</b>	<b>5.15</b>	<b>15.95</b>	<b>34.85</b>	<b>2.64</b>	<b>2.64</b>
	Ceiling as per the Act	55.08	55.08	55.08	121.17	NA	NA

### B. Remuneration to Independent/other Non-Executive Directors

₹ ( Crore)

Sr. No.	Particulars of Remuneration	Names of Independent Directors					Names of other Non Executive Directors				Total
		Narendra Ambwani	Bharat Doshi	Omkar Goswami	Aman Mehta	D Shivakumar	Ireena Vittal	Jamshyd Godrej	Nadir Godrej	Tanya Dubash	
1	Sitting Fees	0.06	0.06	0.06	0.06	0.06	0.06	0.04	0.04	0.04	0.48
2	Commission	0.15	0.15	0.15	0.15	0.15	0.15	0.15	0.15	0.15	1.35
3	Others	-	-	-	-	-	-	-	-	-	-
	<b>Total (B)</b>	<b>0.21</b>	<b>0.21</b>	<b>0.21</b>	<b>0.21</b>	<b>0.21</b>	<b>0.21</b>	<b>0.19</b>	<b>0.19</b>	<b>0.19</b>	<b>1.83</b>
	<b>Total Managerial Remuneration (A+B)</b>										<b>36.68</b>
	Ceiling as per the Act										121.17

## VII PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. Company</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>B. Directors</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>C. Other Officers In Default</b>					
Penalty					
Punishment			NIL		
Compounding					