

ANNEXURE 'H'

AS PER THE DISCLOSURE REQUIREMENT SPECIFIED UNDER SEBI (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AND SECTION 62(1)(b) OF THE COMPANIES ACT, 2013 READ WITH RULE 12(9) OF THE COMPANIES (SHARE CAPITAL & DEBENTURES) RULES, 2014, THE FOLLOWING INFORMATION IS DISCLOSED WITH RESPECT TO EMPLOYEE STOCK BENEFIT PLANS:

Sr. No.	Particulars	Godrej Consumer Products Limited Employee Stock Grant Scheme
1	Date of shareholders' approval for the options granted under the scheme	March 18, 2011
2	Total number of options approved for grants under the scheme	2,500,000
3	Vesting requirements	As specified by the Nomination & Remuneration Committee subject to minimum 1 year from the date of grant
4	Exercise price or pricing formula	₹1 per share
5	Maximum term of options granted	As may be decided by the Nomination & Remuneration Committee as per the prevalent regulatory provisions
6	Source of shares	Direct Allotment
7	Variation of terms of options	None
8	Options granted during the year and till March 31, 2017	During the year: 58,376 Up to March 31, 2017: 523,595
9	Options vested during the year and upto March 31, 2017	During the year: 66,993 Up to March 31, 2017: 303,444
10	Options exercised during the year and upto March 31, 2017	During the year: 66,993 Up to March 31, 2017: 303,355
11	The total number of shares arising as a result of exercise of option	During the year: 66,993 Up to March 31, 2017: 303,555
12	Options lapsed	During the year: 3,584 Up to March 31, 2017: 91,345
13	Money realised by exercise of options during the year and upto March 31, 2017	During the year: ₹ 66,993 Up to March 31, 2017: ₹ 303,555
14	Total number of options outstanding and exercisable at the end of the year	128,895
15	Method used to account for the options-	The company has calculated the employee compensation cost using the fair value of stock options, in accordance with IND AS.
16	Weighted-average exercise prices and weighted-average fair values of options (shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock)	Exercise price ₹1.00 per share Fair Value ₹ 1216.49
17	Employee-wise details of options granted to i) Senior Managerial Personnel ii) Any other employee who receives a grant in any one year of option amounting to 5 per cent or more of option granted during that year iii) Identified employees who were granted option, during any one year, equal to or exceeding 1 per cent of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant	As per Note 1 As per Note 1 Nil
18	Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with IND AS 33 'Earnings Per Share'	₹ 24.89 per share (standalone) ₹ 38.28 per share (consolidated)

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19	A description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted-average information:	The fair value of the options granted has been calculated using Black – Scholes Options pricing formula and the significant assumptions made in this regard are as follows:
	i) Risk-free interest rate,	7.04%
	ii) Expected life,	2.00
	iii) Expected volatility,	32.21%
	iv) Expected dividends, and	0.39%
	v) The price of the underlying share in market at the time of option grant	1481.60

Note 1- Employee-wise details of options granted to Senior Managerial Personnel and details of options granted more than 5 per cent in 1 year

Name & Designation of Senior Managerial Personnel to whom stock options have been granted	Granted in fiscal year 2014-15 and outstanding as at March 31, 2017	Granted in fiscal year 2015-16 and outstanding as at March 31, 2017	Granted in fiscal year 2016-17 and outstanding as at March 31, 2017	Total outstanding options as at March 31, 2017
Vivek Gambhir, Managing Director & CEO	7,706*	11,865*	13,496*	33,067
V Srinivasan, Chief Financial Officer & Company Secretary	N.A	1,922	2,362	4,264
Naveen Gupta, Business Head - Indonesia and Middle East	1,387	2,966	3,374*	7,727
Sunil Kataria, Business Head - India & SAARC	1,387	2,966	3,374*	7,727
Omar Momin, Head - M&A and Business Development	924	2,966	3,374*	7,264
Rakesh Sinha, Head - Global Supply Chain, Manufacturing & IT	1,156	1,899	2,159	5,214
Rahul Gama, Head - Human Resources	770	1,483	1,687	3,940
Sunder Mahadevan, Head - Global R&D	770	1,483	1,687	3,940

*Option granted was more than 5 per cent of the options granted in 1 year.

The aforementioned disclosures can also be accessed on the Company web link: <http://godrejcp.com/annual-reports.aspx>