# Form No. MGT-7

Form language
◉ English ○ Hindi

**Annual Return (other than OPCs and Small Companies)**
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

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*All fields marked in * are mandatory*

*Refer instruction kit for filing the form*

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**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN) — L24246MH2000PLC129806

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) — 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2025

(c) *Type of Annual filing — ◉ Original ○ Revised

(d) SRN of MGT-7 filed earlier for the same financial years —

iii

| **Particulars** | **As on filing date** | **As on the financial year end date** |
|---|---|---|
| Name of the company | GODREJ CONSUMER PRODUCTS LIMITED | GODREJ CONSUMER PRODUCTS LIMITED |
| Registered office address | Godrej One, 4th Floor, Pirojshanagar Eastern Express Highway, Vikhroli (E),NA,Mumbai,Mumbai City,Maharashtra,India,400079 | Godrej One, 4th Floor, Pirojshanagar Eastern Express Highway, Vikhroli (E),NA,Mumbai,Mumbai City,Maharashtra,India,400079 |
| Latitude details | 19.0878 | 19.0878 |
| Longitude details | 72.8798 | 72.8798 |

(a) *Photograph of the registered office of the Company showing external building and name prominently visible — MGT-7_Company Board and Building photo.pdf

(b) *Permanent Account Number (PAN) of the company — AA******5J

(c) *e-mail ID of the company — *****tor.relations@godrejcp.com

(d) *Telephone number with STD code — 02*******10

(e) Website | https://www.godrejcp.com/

iv *Date of Incorporation (DD/MM/YYYY) | 29/11/2000

v (a) *Class of Company (as on the financial year end date) | Public company

*(Private company/Public Company/One Person Company)*

(b) *Category of the Company (as on the financial year end date) | Company limited by shares

*(Company limited by shares/Company limited by guarantee/Unlimited company)*

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company

*(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)*

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ○ No

(b) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|---|---|---|
| 1 | Bombay Stock Exchange (BSE) | A1 - Bombay Stock Exchange (BSE) |
| 2 | National Stock Exchange (NSE) | A1024 - National Stock Exchange (NSE) |

viii Number of Registrar and Transfer Agent | 1

| CIN of the Registrar and Transfer Agent | Name of the Registrar and Transfer Agent | Registered office address of the Registrar and Transfer Agents | SEBI registration number of Registrar and Transfer Agent |
|---|---|---|---|
| U67190MH1999PTC118368 | MUFG INTIME INDIA PRIVATE LIMITED | C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,Mumbai,Mumbai City,Maharashtra,India,400083 | INR000004058 |

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ○ No

(b) If yes, date of AGM (DD/MM/YYYY) | 07/08/2025

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2025

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

| S. No. | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|---|---|---|---|---|---|
| 1 | C | Manufacturing | 32 | Other manufacturing | 100 |

## III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 2

| S. No. | CIN /FCRN | Other registration number | Name of the company | Holding/ Subsidiary/Associate/Joint Venture | % of shares held |
|---|---|---|---|---|---|
| 1 | U40100MH2022PLC374380 | | GODREJ PET CARE LIMITED | Subsidiary | 100 |
| 2 | U20230MH2023PLC415494 | | GODREJ CONSUMER SUPPLIES LIMITED | Subsidiary | 100 |

## IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

**i SHARE CAPITAL**

**(a) Equity share capital**

| Particulars | Authorised Capital | Issued capital | Subscribed capital | Paid Up capital |
|---|---|---|---|---|

| | | | | |
|---|---|---|---|---|
| Total number of equity shares | 1030000000.00 | 1023039088.00 | 1023007964.00 | 1023007964.00 |
| Total amount of equity shares (in rupees) | 1030000000.00 | 1023039088.00 | 1023007964.00 | 1023007964.00 |

Number of classes

1

| Class of shares<br>Equity | Authorised Capital | Issued capital | Subscribed Capital | Paid Up capital |
|---|---|---|---|---|
| Number of equity shares | 1030000000 | 1023039088 | 1023007964 | 1023007964 |
| Nominal value per share (in rupees) | 1 | 1 | 1 | 1 |
| Total amount of equity shares (in rupees ) | 1030000000.00 | 1023039088.00 | 1023007964 | 1023007964 |

**(b) Preference share capital**

| Particulars | Authorised Capital | Issued capital | Subscribed capital | Paid Up capital |
|---|---|---|---|---|
| Total number of preference shares | 10000000.00 | 0.00 | 0.00 | 0.00 |
| Total amount of preference shares (in rupees) | 10000000.00 | 0.00 | 0.00 | 0.00 |

Number of classes

1

| Class of shares<br>Preference | Authorised Capital | Issued capital | Subscribed Capital | Paid Up capital |
|---|---|---|---|---|
| Number of preference shares | 10000000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 1 | 1 | 1 | 1 |
| Total amount of preference shares (in rupees ) | 10000000.00 | 0.00 | 0 | 0 |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|---|---|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Particulars | Number of shares | | | Total Nominal Amount | Total Paid-up amount | Total premium |
|---|---|---|---|---|---|---|
| | Physical | DEMAT | Total | | | |
| **(i) Equity shares** | | | | | | |
| **At the beginning of the year** | 6420020 | 1016400309 | 1022820329.00 | 1022820329 | 1022820329 | |
| **Increase during the year** | 0.00 | 1826926.00 | 1826926.00 | 1826926.00 | 1826926.00 | 0 |
| i Public Issues | 0 | 0 | 0.00 | 0 | 0 | |
| ii Rights issue | 0 | 0 | 0.00 | 0 | 0 | |
| iii Bonus issue | 0 | 0 | 0.00 | 0 | 0 | |
| iv Private Placement/ Preferential allotment | 0 | 0 | 0.00 | 0 | 0 | |
| v ESOPs | 0 | 187635 | 187635.00 | 187635 | 187635 | |
| vi Sweat equity shares allotted | 0 | 0 | 0.00 | 0 | 0 | |
| vii Conversion of Preference share | 0 | 0 | 0.00 | 0 | 0 | |
| viii Conversion of Debentures | 0 | 0 | 0.00 | 0 | 0 | |
| ix GDRs/ADRs | 0 | 0 | 0.00 | 0 | 0 | |
| x Others, specify<br>Addition on account of transfer from physical to demat | 0 | 1639291 | 1639291.00 | 1639291 | 1639291 | |
| **Decrease during the year** | 1639291.00 | 0.00 | 1639291.00 | 1639291.00 | 1639291.00 | 0 |
| i Buy-back of shares | 0 | 0 | 0.00 | 0 | 0 | |
| ii Shares forfeited | 0 | 0 | 0.00 | 0 | 0 | |
| iii Reduction of share capital | 0 | 0 | 0.00 | 0 | 0 | |

| Particulars | Number of shares | | | Total Nominal Amount | Total Paid-up amount | Total premium |
|---|---|---|---|---|---|---|
| iv Others, specify<br>Reduction on account of transfer from physical to demat | 1639291 | | 1639291.00 | 1639291 | 1639291 | |
| **At the end of the year** | 4780729.00 | 1018227235.00 | 1023007964.00 | 1023007964.00 | 1023007964.00 | |
| **(ii) Preference shares** | | | | | | |
| **At the beginning of the year** | 0 | 0 | 0.00 | 0 | 0 | |
| **Increase during the year** | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0 |
| i Issues of shares | 0 | 0 | 0.00 | 0 | 0 | |
| ii Re-issue of forfeited shares | 0 | 0 | 0.00 | 0 | 0 | |
| iii Others, specify<br>Not Applicable | 0 | 0 | 0.00 | | | |
| **Decrease during the year** | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0 |
| i Redemption of shares | 0 | 0 | 0.00 | 0 | 0 | |
| ii Shares forfeited | 0 | 0 | 0.00 | 0 | 0 | |
| iii Reduction of share capital | 0 | 0 | 0.00 | 0 | 0 | |
| iv Others, specify<br>Applicable | 0 | 0 | 0.00 | | | |
| **At the end of the year** | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | |

ISIN of the equity shares of the company: INE102D01028

ii Details of stock split/consolidation during the year (for each class of shares): 0

| **Class of shares** | | |
|---|---|---|
| Before split / Consolidation | Number of shares | |

| | | |
|---|---|---|
| | Face value per share | |
| After split / consolidation | Number of shares | |
| | Face value per share | |

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers: 4420

**Attachments:**

1. Details of shares/Debentures Transfers: Transfer Details.xlsm

**iv Debentures (Outstanding as at the end of financial year)**

**(a) Non-convertible debentures**

*Number of classes: 0

| Classes of non-convertible debentures | Number of units | Nominal value per unit | Total value (Outstanding at the end of the year) |
|---|---|---|---|
| | | | |
| **Total** | | | |

| Classes of non-convertible debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|---|---|---|---|---|
| | | | | |
| **Total** | | | | |

**(b) Partly convertible debentures**

*Number of classes: 0

| Classes of partly convertible debentures | Number of units | Nominal value per unit | Total value (Outstanding at the end of the year) |
|---|---|---|---|
| | | | |

| | | | |
|---|---|---|---|
| | | | |
| **Total** | | | |

| Classes of partly convertible debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|---|---|---|---|---|
| | | | | |
| **Total** | | | | |

**(c) Fully convertible debentures**

*Number of classes 0

| Classes of fully convertible debentures | Number of units | Nominal value per unit | Total value (Outstanding at the end of the year) |
|---|---|---|---|
| | | | |
| **Total** | | | |

| Classes of fully convertible debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|---|---|---|---|---|
| | | | | |
| **Total** | | | | |

**(d) Summary of Indebtedness**

| Particulars | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|---|---|---|---|---|
| Non-convertible debentures | 0.00 | 0.00 | 0.00 | 0.00 |
| Partly convertible debentures | 0.00 | 0.00 | 0.00 | 0.00 |
| Fully convertible debentures | 0.00 | 0.00 | 0.00 | 0.00 |
| **Total** | 0.00 | 0.00 | 0.00 | 0.00 |

**v Securities (other than shares and debentures)**

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|---|---|---|---|---|---|
| | | | | | |
| **Total** | | | | | |

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**V Turnover and net worth of the company (as defined in the Companies Act, 2013)**

i *Turnover

88143600000

ii * Net worth of the Company

83656900000

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**VI SHARE HOLDING PATTERN**

**A Promoters**

| S. No | Category | Equity | | Preference | |
|---|---|---|---|---|---|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1 | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 5595926 | 0.55 | 0 | 0.00 |
| | (ii) Non-resident Indian (NRI) | 0 | 0.00 | 0 | 0.00 |
| | (iii) Foreign national (other than NRI) | 0 | 0.00 | 0 | 0.00 |
| 2 | Government | | | | |
| | (i) Central Government | 0 | 0.00 | 0 | 0.00 |
| | (ii) State Government | 0 | 0.00 | 0 | 0.00 |
| | (iii) Government companies | 0 | 0.00 | 0 | 0.00 |
| 3 | Insurance companies | 0 | 0.00 | 0 | 0.00 |

| | | | | | |
|---|---|---|---|---|---|
| 4 | Banks | 0 | 0.00 | 0 | 0.00 |
| 5 | Financial institutions | 0 | 0.00 | 0 | 0.00 |
| 6 | Foreign institutional investors | 0 | 0.00 | 0 | 0.00 |
| 7 | Mutual funds | 0 | 0.00 | 0 | 0.00 |
| 8 | Venture capital | 0 | 0.00 | 0 | 0.00 |
| 9 | Body corporate (not mentioned above) | 526369860 | 51.45 | 0 | 0.00 |
| 10 | Others Trusts | 10901780 | 1.07 | 0 | 0.00 |
| | **Total** | 542867566.00 | 53.07 | 0.00 | 0 |

Total number of shareholders (promoters) 28

**B Public/Other than promoters**

| S. No | Category | Equity | | Preference | |
|---|---|---|---|---|---|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1 | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 50850398 | 4.97 | 0 | 0.00 |
| | (ii) Non-resident Indian (NRI) | 3768 | 0.00 | 0 | 0.00 |
| | (iii) Foreign national (other than NRI) | 5388319 | 0.53 | 0 | 0.00 |
| 2 | Government | | | | |
| | (i) Central Government | 16424 | 0.00 | 0 | 0.00 |
| | (ii) State Government | 0 | 0.00 | 0 | 0.00 |
| | (iii) Government companies | 0 | 0.00 | 0 | 0.00 |
| 3 | Insurance companies | 21221626 | 2.07 | 0 | 0.00 |

| | | | | | |
|---|---|---|---|---|---|
| 4 | Banks | 606954 | 0.06 | 0 | 0.00 |
| 5 | Financial institutions | 17843684 | 1.74 | 0 | 0.00 |
| 6 | Foreign institutional investors | 199871243 | 19.54 | 0 | 0.00 |
| 7 | Mutual funds | 85130194 | 8.32 | 0 | 0.00 |
| 8 | Venture capital | 0 | 0.00 | 0 | 0.00 |
| 9 | Body corporate (not mentioned above) | 79159869 | 7.74 | 0 | 0.00 |
| 10 | Others Morethanon ecategory | 20047919 | 1.96 | 0 | 0.00 |
| | **Total** | 480140398.00 | 46.93 | 0.00 | 0 |

Total number of shareholders (other than promoters) 241842

Total number of shareholders (Promoters + Public/Other than promoters) 241870.00

Breakup of total number of shareholders (Promoters + Other than promoters)

| **Sl.No** | **Category** | |
|---|---|---|
| 1 | Individual - Female | 41590 |
| 2 | Individual - Male | 85983 |
| 3 | Individual - Transgender | 0 |
| 4 | Other than individuals | 114297 |
| | **Total** | 241870.00 |

**C Details of Foreign institutional investors' (FIIs) holding shares of the company** 1

| **Name of the FII** | **Address** | **Date of Incorporation** | **Country of Incorporation** | **Number of shares held** | **% of shares held** |
|---|---|---|---|---|---|
| Others | As per attachment | 07/08/2025 | India | 199855043 | 19.54 |

**VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**
**[Details of Promoters, Members (other than promoters), Debenture holders]**

| Details | At the beginning of the year | At the end of the year |
|---|---|---|
| Promoters | 48 | 28 |
| Members (other than promoters) | 187644 | 241842 |
| Debenture holders | 0 | 0 |

**VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A Composition of Board of Directors**

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|---|---|---|---|---|---|---|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| **A Promoter** | 1 | 3 | 1 | 3 | 0.04 | 0.06 |
| **B Non-Promoter** | 1 | 6 | 1 | 5 | 0.03 | 0.01 |
| i Non-Independent | 1 | 0 | 1 | 0 | 0.03 | 0 |
| ii Independent | 0 | 6 | 0 | 5 | 0 | 0.01 |
| **C Nominee Directors representing** | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| i. Banks and FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| ii Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| iii Government | 0 | 0 | 0 | 0 | 0 | 0 |
| iv Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| v Others | 0 | 0 | 0 | 0 | 0 | 0 |
| **Total** | 2 | 9 | 2 | 8 | 0.07 | 0.07 |

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 12

**B (i) Details of directors and Key managerial personnel as on the closure of financial year**

| Name | DIN/PAN | Designation | Number of equity shares held | Date of cessation (after closure of financial year : If any) (DD/MM/YYYY) |
|---|---|---|---|---|
| NADIR BURJOR GODREJ | 00066195 | Director | 220474 | |
| TANYA ARVIND DUBASH | 00026028 | Director | 66 | |
| NISABA GODREJ | 00591503 | Whole-time director | 370087 | |
| PIROJSHA ADI GODREJ | 00432983 | Director | 370129 | |
| SUDHIR GANESH SITAPATI | 09197063 | Managing Director | 266106 | |
| SUMEET SUBHASH NARANG | 01874599 | Director | 0 | |
| PIPPA FAMETTA TUBMAN AMERDING | 08054033 | Director | 0 | |
| PUCHALAPALLI SHALINI | 07820672 | Director | 350 | |
| ADITYA SEHGAL | 09693332 | Director | 0 | |
| AMISHA HEMCHAND JAIN | 05114264 | Director | 0 | |
| AASIF HUSEINI MALBARI | AAFPM7096K | CFO | 29149 | |
| TEJAL VIRENDRA JARIWALA | AJIPJ1782D | Company Secretary | 0 | |

**B (ii) *Particulars of change in director(s) and Key managerial personnel during the year** 7

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation (DD/MM/YYYY) | Nature of change (Appointment/ Change in designation/ Cessation) |
|---|---|---|---|---|
| NDIDI OKONKWO NWUNELI | 07738574 | Director | 01/05/2024 | Cessation |
| TEJAL VIRENDRA JARIWALA | AJIPJ1782D | Company Secretary | 14/08/2024 | Appointment |
| RAHUL KIRITKUMAR BOTADARA | AKQPB2235C | Company Secretary | 13/08/2024 | Cessation |
| ADITYA SEHGAL | 09693332 | Director | 15/07/2024 | Appointment |
| AMISHA HEMCHAND JAIN | 05114264 | Director | 25/09/2024 | Appointment |
| OMKAR GOSWAMI . | 00004258 | Director | 25/09/2024 | Cessation |
| IREENA VITTAL | 05195656 | Director | 25/09/2024 | Cessation |

## IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held: 1

| Type of meeting | Date of meeting (DD/MM/YYYY) | Total Number of Members entitled to attend meeting | Attendance | |
|---|---|---|---|---|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 07/08/2024 | 194726 | 55 | 60.37 |

### B BOARD MEETINGS

*Number of meetings held: 4

| S.No | Date of meeting (DD/MM/YYYY) | Total Number of directors as on the date of meeting | Attendance | |
|---|---|---|---|---|
| | | | Number of directors attended | % of attendance |
| 1 | 06/05/2024 | 10 | 10 | 100 |
| 2 | 07/08/2024 | 11 | 10 | 90.91 |
| 3 | 24/10/2024 | 10 | 10 | 100 |
| 4 | 24/01/2025 | 10 | 10 | 100 |

### C COMMITTEE MEETINGS

Number of meetings held: 13

| S.No | Type of meeting | Date of meeting (DD/MM/YYYY) | Total Number of Members as on the date of meeting | Attendance | |
|---|---|---|---|---|---|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee Meeting | 06/05/2024 | 5 | 4 | 80 |

| | | | | | |
|---|---|---|---|---|---|
| 2 | Audit Committee Meeting | 07/08/2024 | 6 | 5 | 83.33 |
| 3 | Audit Committee Meeting | 24/10/2024 | 5 | 5 | 100 |
| 4 | Audit Committee Meeting | 24/01/2025 | 5 | 5 | 100 |
| 5 | Nomination & Remuneration Committee | 03/05/2024 | 4 | 4 | 100 |
| 6 | Nomination & Remuneration Committee | 07/08/2024 | 4 | 3 | 75 |
| 7 | Nomination & Remuneration Committee | 24/10/2024 | 3 | 3 | 100 |
| 8 | Nomination & Remuneration Committee | 24/01/2025 | 3 | 3 | 100 |
| 9 | Corporate Social Responsibility Committee | 03/05/2024 | 5 | 5 | 100 |
| 10 | Corporate Social Responsibility Committee | 24/10/2024 | 5 | 5 | 100 |
| 11 | Stakeholders Relationship Committee | 24/10/2024 | 3 | 3 | 100 |
| 12 | Risk Management Committee | 03/05/2024 | 5 | 4 | 80 |
| 13 | Risk Management Committee | 25/10/2024 | 5 | 5 | 100 |

**D ATTENDANCE OF DIRECTORS**

| **S. No** | **Name of the Director** | **Board Meetings** | | | **Committee Meetings** | | | **Whether attended AGM held on** |
|---|---|---|---|---|---|---|---|---|
| | | **Number of Meetings which director was entitled to attend** | **Number of Meetings attended** | **% of attendance** | **Number of Meetings which director was entitled to attend** | **Number of Meetings attended** | **% of attendance** | 07/08/2025 (Y/N/NA) |
| 1 | TANYA ARVIND DUBASH | 4 | 4 | 100 | 3 | 3 | 100 | Yes |
| 2 | ADITYA SEHGAL | 4 | 4 | 100 | 4 | 4 | 100 | Yes |
| 3 | SUMEET SUBHASH NARANG | 4 | 4 | 100 | 9 | 9 | 100 | Yes |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 4 | AMISHA HEMCHAND JAIN | 2 | 2 | 100 | 2 | 2 | 100 | Yes |
| 5 | PUCHALAPALLI SHALINI | 4 | 3 | 75 | 10 | 8 | 80 | No |
| 6 | NADIR BURJOR GODREJ | 4 | 4 | 100 | 4 | 4 | 100 | Yes |
| 7 | PIROJSHA ADI GODREJ | 4 | 4 | 100 | 1 | 1 | 100 | Yes |
| 8 | NISABA GODREJ | 4 | 4 | 100 | 4 | 4 | 100 | Yes |
| 9 | SUDHIR GANESH SITAPATI | 4 | 4 | 100 | 4 | 4 | 100 | Yes |
| 10 | PIPPA FAMETTA TUBMAN AMERDING | 4 | 4 | 100 | 8 | 8 | 100 | Yes |

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**X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross salary | Commission | Stock Option/ Sweat equity | Others | Total amount |
|---|---|---|---|---|---|---|---|
| 1 | Sudhir Sitapati | Managing Director | 66528489 | 0 | 155760796 | 128856119 | 351145404.00 |
| 2 | Nisaba Godrej | Whole-time director | 46009272 | 0 | 0 | 22410460 | 68419732.00 |
| | **Total** | | 112537761.00 | 0.00 | 155760796.00 | 151266579.00 | 419565136.00 |

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

| S. No. | Name | Designation | Gross salary | Commission | Stock Option/ Sweat equity | Others | Total amount |
|---|---|---|---|---|---|---|---|
| 1 | Aasif Malbari | CFO | 43100328 | 0 | 42192449 | 28262279 | 113555056.00 |
| 2 | Rahul Botadara | Company Secretary | 827960 | 0 | 0 | 434187 | 1262147.00 |
| 3 | Tejal Jariwala | Company Secretary | 1992011 | 0 | 0 | 119603 | 2111614.00 |
| | **Total** | | 45920299.00 | 0.00 | 42192449.00 | 28816069.00 | 116928817.00 |

C *Number of other directors whose remuneration details to be entered

11

| S. No. | Name | Designation | Gross salary | Commission | Stock Option/ Sweat equity | Others | Total amount |
|---|---|---|---|---|---|---|---|
| 1 | Nadir Godrej | Director | 0 | 2000000 | 0 | 520000 | 2520000.00 |
| 2 | Tanya Dubash | Director | 0 | 2000000 | 0 | 480000 | 2480000.00 |
| 3 | Pirojsha Godrej | Director | 0 | 2000000 | 0 | 420000 | 2420000.00 |
| 4 | Pippa Armerding | Director | 0 | 6500000 | 0 | 1200000 | 7700000.00 |
| 5 | Omkar Goswami | Director | 0 | 3225342 | 0 | 420000 | 3645342.00 |
| 6 | Ndidi Nwuneli | Director | 0 | 169863 | 0 | 0 | 169863.00 |
| 7 | Sumeet Narang | Director | 0 | 0 | 0 | 0 | 0.00 |
| 8 | Ireena Vittal | Director | 0 | 2950342 | 0 | 500000 | 3450342.00 |
| 9 | Shalini Puchalapalli | Director | 0 | 5375000 | 0 | 980000 | 6355000.00 |
| 10 | Aditya Sehgal | Director | 0 | 4799658 | 0 | 620000 | 5419658.00 |
| 11 | Amisha Jain | Director | 0 | 3280137 | 0 | 400000 | 3680137.00 |
| | **Total** | | 0.00 | 32300342.00 | 0.00 | 5540000.00 | 37840342.00 |

**XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

(●) Yes ( ) No

B If No, give reasons/observations

**XII PENALTY AND PUNISHMENT – DETAILS THEREOF**

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

☑ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order (DD/MM/YYYY) | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|---|---|---|---|---|---|

| | | | | | |
|---|---|---|---|---|---|
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B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order (DD/MM/YYYY) | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in rupees) |
|---|---|---|---|---|---|
| | | | | | |

**XIII Details of Shareholder / Debenture holder**

Number of shareholder/ debenture holder: 241870

**XIV Attachments**

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder Part 1.xlsm
Details of Shareholder or Debenture holder part 2.xlsm

(b) Optional Attachment(s), if any: MGT-8_UDIN_Clarification_List of Subsidiaries_FII_FPI_C.pdf

**XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of GODREJ CONSUMER PRODUCTS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

**To be digitally signed by**

BHAVANA KHATRI Digitally signed by BHAVANA KHATRI Date: 2025.10.06 20:38:49 +05'30'

Name: Bhavana Khatri

Date (DD/MM/YYYY): 06/10/2025

Place: Kanpur

Whether associate or fellow:

◯ Associate ◉ Fellow

Certificate of practice number: 9*7*

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

*(a) DIN/PAN/Membership number of Designated Person: 9817

*(b) Name of the Designated Person: TEJAL VIRENDRA JARIWALA

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**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number* 4(B)(4) dated* (DD/MM/YYYY) 07/08/2024 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:
1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

SUDHIR GANESH SITAPATI
Digitally signed by SUDHIR GANESH SITAPATI
Date: 2025.10.06 20:22:01 +05'30'

*Designation: Director

*(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))*

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator: 0*1*7*6*

***To be digitally signed by**

TEJAL VIRENDRA JARIWALA
Digitally signed by TEJAL VIRENDRA JARIWALA
Date: 2025.10.06 20:20:06 +05'30'

◉ Company Secretary ◯ Company secretary in practice

*Whether associate or fellow:

◯ Associate ◉ Fellow

Membership number: 9*1*

| | |
|---|---|
| Certificate of practice number | |

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

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|---|---|
| eForm Service request number (SRN) | AB7323088 |
| eForm filing date (DD/MM/YYYY) | 06/10/2025 |

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**