

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 8040/8065/8069
Website : www.godrejcp.com
CIN : L24246MH2000PLC129806

January 27, 2016

BSE Ltd

Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai 400 023.

Scrip Code : 532424

The National Stock Exchange of India Ltd

Exchange Plaza, 4th Floor,
Bandra-Kurla Complex, Mumbai 400 050

Dear Sir,

Sub: Outcome of Board Meeting-January 27, 2016

At the meeting of the Board of Directors of the Company held today, the Board has:

1. Taken on record the unaudited financial results for the quarter ended December 31, 2015. The said results are enclosed herewith. The said results have been subjected to limited review by the statutory auditors. The limited review report which has been taken on record is enclosed herewith.
2. Declared a third interim dividend @ Re. 1/- per share (100% on the shares of the face value of Re.1/- each) for the financial year 2015-16.

As intimated earlier the Record Date for ascertaining the names of the shareholders who will be entitled to receive the said dividend is Thursday, February 4, 2016;

The said interim dividend, if declared, will be paid on February 18, 2016.

The Exchanges are also informed that the Board meeting commenced at 10.30 a.m. and the results were approved by 11.00 a.m.

This is in compliance with the listing regulations and other provisions as applicable.

For Godrej Consumer Products Ltd.


V Srinivasan

Chief Financial Officer & Company Secretary

cimc: 1) The Vice-President, National Securities Depository Ltd., Trade World, 4th Floor
Senapati Bapat Marg, Lower Parel, Mumbai 400 013

2) The Central Depository Services (India) Ltd. P J Towers, 28th Floor, Dalal Street, Mumbai 400 001



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Regd. Office: Pirojshanagar, Eastern Express Highway, Vikhroli (E), Mumbai 400 079 www.godrejcp.com, CIN : L24246MH2000PLC129806															
STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2015															
PART-I	Consolidated						Sr. No.	PARTICULARS	Standalone				Year Ended 31-Mar-15 (Audited)		
	Quarter ended			Nine Months ended					Quarter ended			Nine Months ended			
	31-Dec-15 (Unaudited)	30-Sep-15 (Unaudited)	31-Dec-14 (Unaudited)	31-Dec-15 (Unaudited)	31-Dec-14 (Unaudited)	Year Ended 31-Mar-15 (Audited)			31-Dec-15 (Unaudited)	30-Sep-15 (Unaudited)	31-Dec-14 (Unaudited)	31-Dec-15 (Unaudited)		31-Dec-14 (Unaudited)	
	31-Dec-15 (Unaudited)	30-Sep-15 (Unaudited)	31-Dec-14 (Unaudited)	31-Dec-15 (Unaudited)	31-Dec-14 (Unaudited)	Year Ended 31-Mar-15 (Audited)									
	2353.54	2242.40	2225.82	6691.09	6159.59	8242.20	1	Income from Operations							
	2.60	2.54	9.89	7.65	24.75	34.16		a) Net Sales (Net of Excise Duty)	1260.70	1184.93	1167.08	3235.74	4369.25		
	2356.14	2244.94	2235.71	6698.74	6184.34	8276.36		b) Other Operating Income	17.20	13.46	16.82	45.70	60.55		
							2	Total Income from Operations (Net)	1277.90	1198.39	1183.90	3281.44	4429.80		
								Expenses							
	918.67	811.90	878.98	2578.90	2568.61	3370.75		a) Cost of Raw Materials including Packing Material Consumed	510.92	463.62	471.17	1421.08	1814.07		
	116.73	117.74	91.61	379.04	349.64	435.73		b) Purchase of Stock-in-Trade	53.25	49.51	44.56	155.40	193.82		
	(48.96)	35.73	61.66	(90.73)	(7.89)	35.04		c) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(52.19)	(22.28)	7.80	(106.16)	5.05		
	235.68	239.35	212.44	713.85	587.20	776.95		d) Employee Benefits Expense	77.46	89.29	78.52	263.98	259.30		
	26.36	24.10	23.04	74.06	67.85	90.78		e) Depreciation and Amortization Expense	11.99	11.10	10.17	31.04	41.67		
	250.69	253.99	217.89	755.80	679.78	909.96		f) Advertisement and Publicity	141.06	132.83	122.97	354.67	488.27		
	425.31	378.96	374.71	1181.29	1025.30	1376.31		g) Other Expenses	279.08	235.24	231.18	759.76	829.62		
	1924.48	1861.77	1860.33	5592.21	5270.49	6995.52		Total Expenses	1021.57	959.31	966.37	2921.03	3631.80		
	431.66	383.17	375.38	1106.53	913.85	1280.84	3	Profit from Operations before Other Income, Finance Cost and Exceptional Items (1-2)	256.33	239.08	217.53	665.01	798.00		
	8.11	(0.18)	1.45	9.38	(5.20)	(3.25)	4	Foreign Exchange Gain / (Loss)	0.04	(0.35)	0.23	(0.26)	2.27		
	16.71	19.08	12.07	52.59	74.05	91.51	5	Other Income	10.99	11.74	7.67	34.02	55.24		
	456.48	402.07	388.90	1168.50	982.70	1369.10	6	Profit before Finance Cost and Exceptional Items (3+4+5)	267.36	250.47	225.43	698.77	855.51		
	24.16	25.02	25.26	75.71	76.06	103.21	7	Finance Cost	8.99	10.22	9.14	29.34	36.92		
	432.32	377.05	363.64	1092.79	906.64	1265.89	8	Profit after Finance Cost but before Exceptional Items (6-7)	258.37	240.25	216.29	669.43	818.59		
	(0.60)	(8.57)	(0.11)	(24.03)	(17.31)	(17.17)	9	Exceptional Items	-	-	-	-	8.60		
	431.72	368.48	363.53	1068.76	889.33	1248.72	10	Profit Before Tax (8+9)	258.37	240.25	216.29	669.43	827.19		
	90.98	72.26	73.83	219.51	189.96	272.29	11	Tax Expense	55.62	50.20	44.46	140.85	172.74		
	340.74	296.22	289.70	849.25	699.37	976.43	12	Net Profit after Tax but before Minority Interest (10-11)	202.75	190.05	171.83	528.58	654.45		
	0.17	(0.06)	(0.02)	0.13	(0.13)	0.04	13	Share of Profit in Associate Company							
	(17.96)	(9.00)	(26.11)	(40.04)	(57.69)	(69.35)	14	Minority Interest							
	322.95	287.16	263.57	809.34	641.55	907.12	15	Net Profit for the period (12+13-14)	202.75	190.05	171.83	528.58	654.45		
	34.05	34.05	34.04	34.05	34.04	34.04	16	Paid-up Equity Share Capital (Face value per share: ₹ 1)	34.05	34.05	34.04	34.05	34.04		
						4276.65	17	Reserves excluding Revaluation Reserves					3349.01		
	9.48	8.43	7.74	23.77	18.85	26.65	18	Earnings per share (of ₹ 1 each) (Not Annualised)							
	9.48	8.43	7.74	23.76	18.84	26.64		a) Basic (₹)	5.95	5.58	5.05	15.52	19.22		
								b) Diluted (₹)	5.95	5.58	5.05	15.52	19.22		

See accompanying notes to financial results



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GODREJ CONSUMER PRODUCTS LIMITED

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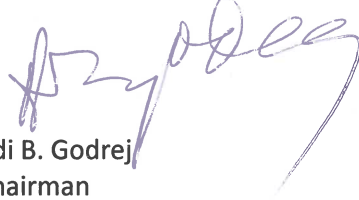
UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2015

Notes

- 1 The above results which are published in accordance with Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements), 2015 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on January 27, 2016. These results have been subjected to a limited review by the Statutory Auditors of the Company.
- 2 In accordance with the Scheme of Amalgamation of the erstwhile Godrej Household Products Limited with the Company which was sanctioned by the High Court of Judicature at Bombay in April 2011, an amount of ₹ 13.26 crore for the quarter and ₹ 39.63 crore for the nine months ended on December 31, 2015, equivalent to the amortisation of the Goodknight and HIT Brands is directly debited to the General Reserve instead of being debited to the Statement of Profit and Loss.
- 3 Exceptional Items include an amount of ₹ 0.60 crore for the quarter and ₹ 24.03 crore for the nine months ended December 31, 2015, on account of restructuring costs incurred by certain subsidiaries of the Company.
- 4 In accordance with section 52 of the Companies Act, 2013, the Company has applied securities premium amounting to ₹ 5.34 crore for the quarter and ₹ 16.99 crore for the nine months ended on December 31, 2015, in providing for the premium payable on the redemption of non-convertible debentures.
- 5 During the quarter, the Company has netted off, under Other Expenses, the rental income in respect of corporate office premises amounting to ₹ 2.28 crore for the quarter and ₹ 5.71 crore for the nine months ended on December 31, 2015 with rental expenses amounting to ₹ 2.28 crore for the quarter and ₹ 5.71 crore for the nine months ended on December 31, 2015 in respect of similar premises in the same building.
- 6 During the year to date, the Company has granted 71230 new stock grants to eligible employees under the Employee Stock Grant Scheme (ESGS) and allotted 86065 equity shares upon exercise of stock grants under the ESGS.
- 7 The Board has declared a third interim dividend for the year 2015-16 at the rate of ₹ 1 per share (100% on the face value of ₹ 1 each). The record date for the same has been fixed as February 4, 2016 and the dividend shall be paid on February 18, 2016.
- 8 The Company has only one business segment in which it operates viz. Household & Personal Care.
- 9 Previous period's figures have been regrouped and reclassified wherever necessary.



By Order of the Board
For Godrej Consumer Products Limited


Adi B. Godrej
Chairman

Place: Mumbai
Date: January 27, 2016



KALYANIWALLA & MISTRY (Regd.)

CHARTERED ACCOUNTANTS

The Board of Directors,
Godrej Consumer Products Limited,
Godrej One, 4th Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East),
Mumbai – 400 079.

Dear Sirs,

LIMITED REVIEW REPORT

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **GODREJ CONSUMER PRODUCTS LIMITED** (the Company) for the quarter and nine months ended on December 31, 2015, prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors at its meeting held on January 27, 2016. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial standalone statements is limited primarily to inquiries of persons responsible for financial and accounting matters and analytical procedures applied to financial data. It is substantially less in scope than an audit conducted in accordance with the generally accepted auditing standards, the objective of which is expression of opinion regarding the financial statements taken as a whole. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Without qualifying our opinion we draw attention to Note 2 to the Unaudited Financial Results for the quarter and nine months ended on December 31, 2015, regarding the Scheme of Amalgamation of the erstwhile Godrej Household Products Limited with the Company, approved by The Hon'ble High Court of Judicature at Bombay, whereby an amount of Rs. 13.26 crore and Rs. 39.63 crore, for the quarter and nine months ended on December 31, 2015 respectively, equivalent to the amortisation of the Goodknight and Hit Brands is directly debited to the General Reserve instead of debiting the same to the Statement of Profit and Loss.



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**KALYANIWALLA
& MISTRY**

Had this amount been debited to the Statement of Profit and Loss, the profit before tax would have been lower by Rs. 13.26 crore and Rs. 39.63 crore for the quarter and nine months ended December 31, 2015 respectively and the General Reserve would have been higher by Rs. 39.63 crore as at December 31, 2015.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of Unaudited Standalone Financial Results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For KALYANIWALLA & MISTRY
CHARTERED ACCOUNTANTS**

Firm Reg. No.: 104607W



Roshni R. Marfatia

PARTNER

M. No.: 106548

Mumbai: Dated: January 27, 2016.



KALYANIWALLA & MISTRY (Regd.)

C H A R T E R E D A C C O U N T A N T S

The Board of Directors,
Godrej Consumer Products Limited,
Godrej One, 4th Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East),
Mumbai – 400 079.

Dear Sirs,

LIMITED REVIEW REPORT

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of **GODREJ CONSUMER PRODUCTS LIMITED** (the Company) and its subsidiaries (collectively referred to as the “Godrej Group”) for the quarter and nine months ended on December 31, 2015, prepared by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company’s Management and has been approved by the Board of Directors at its meeting held on January 27, 2016. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accounts of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial consolidated statements is limited primarily to inquiries of persons responsible for financial and accounting matters and analytical procedures applied to financial data. It is substantially less in scope than an audit conducted in accordance with the generally accepted auditing standards, the objective of which is expression of opinion regarding the financial statements taken as a whole. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We did not review the financial statements of certain subsidiaries, whose financial statements reflect the Group’s share of total assets of Rs. 7,711.45 crore as at December 31, 2015, and the Group’s share of total revenue of Rs. 1,122.80 crore and Rs. 3,226.99 crore, for the quarter and nine months ended on that date respectively as considered in the consolidated financial statements. These financial statements have been reviewed by other auditors whose reports have been furnished to us and our opinion, in so far as it relates to the amounts included in respect of such subsidiaries is based solely on the report of the other auditors.



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4. Without qualifying our opinion, we draw attention to Note 2 to the Unaudited Financial Results for the quarter and nine months ended on December 31, 2015, regarding the Scheme of Amalgamation of the erstwhile Godrej Household Products Limited with the Company, approved by The Hon'ble High Court of Judicature at Bombay, whereby an amount of Rs. 13.26 crore and Rs. 39.63 crore, for the quarter and nine months ended on December 31, 2015, respectively, equivalent to the amortisation of the Goodknight and Hit Brands is directly debited to the General Reserve Account instead of debiting the same to the Statement of Profit and Loss.

Had this amount been debited to the Statement of Profit and Loss, the profit before tax would have been lower by Rs. 13.26 crore and Rs. 39.63 crore, for the quarter and nine months ended on December 31, 2015, respectively and the General Reserve would have been higher by Rs. 39.63 crore as at December 31, 2015.

5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For KALYANIWALLA & MISTRY
CHARTERED ACCOUNTANTS**

Firm Regn. No.: 104607W

Roshni R. Marfatia

PARTNER

M. No.: 106548

Mumbai: January 27, 2016.

