

Godrej Industries Limited
Regd. Office: Godrej One,
Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400079. India.
Tel.: 91-22-2518 8010/8020/8030
Fax: 91-22-2518 8068/8063/8074
Website: www.godrejindustries.com

CIN: L24241MH1988PLC097781

Dated: May 27, 2022

To,
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai-400 051

Ref.: BSE Scrip Code No. "500164"

Ref.: "GODREJIND"

Debt Segment NSE:

NCD- GIL23 - ISIN: INE233A08022

NCD- GIL24 - ISIN: INE233A08030

NCD- GIL25 - ISIN: INE233A08048

NCD- GIL28 - ISIN: INE233A08055

Sub.: Outcome of the Board Meeting

Pursuant to Regulations 30, 33 and 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Schedule III to the Listing Regulations, this is to inform you that the Board of Directors of the Company, at its Meeting held today, i.e., on Friday, May 27, 2022 (which commenced at 10:00 a.m. (IST) and concluded at 11:45a.m.), *inter alia*, has approved / noted the following:

1. APPROVAL OF AUDITED FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE QUARTER AND FINANCIAL YEAR ENDED MARCH 31, 2022 ALONG WITH THE STATUTORY AUDITORS' REPORT

Upon recommendation of the Audit Committee, the Board of Directors has approved the Audited Financial Results (Standalone & Consolidated) as per Indian Accounting Standards (IND AS) for the Quarter and Financial Year ended March 31, 2022 along with Statement of Assets and Liabilities as on March 31, 2022 and the Cash Flow Statement for the Financial Year ended March 31, 2022 (enclosed herewith).

The Board of Directors took note of the Statutory Auditors' Report on the Audited Financial Results (Standalone & Consolidated) for the Quarter and Financial Year ended March 31, 2022 (enclosed herewith).

The Report of the Statutory Auditors is with an unmodified opinion with respect to the Audited Financial Results (Standalone and Consolidated) of the Company for the Quarter and Financial Year ended March 31, 2022.



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2. APPROVAL FOR RE-APPOINTMENT OF MR. NADIR GODREJ AS THE "CHAIRMAN & MANAGING DIRECTOR" OF THE COMPANY

Upon recommendation of the Nomination and Remuneration Committee of the Board of Directors, the Board of Directors has approved re-appointment of Mr. Nadir Godrej (DIN: 00066195) as the "Managing Director" designated as "Chairman & Managing Director" of the Company for a further period of 3 (three) years starting from April 1, 2023 up to March 31, 2026, subject to approval of the Shareholders. Further, Mr. Nadir Godrej is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India (SEBI) or any other such authority.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A and Part B of Schedule III to the Listing Regulations, with regard to change in Directors and Key Managerial Personnel is enclosed as "Annexure-A".

3. APPOINTMENT OF M/S. KALYANIWALLA & MISTRY LLP, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY

Upon recommendation of the Audit Committee, the Board of Directors have approved appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (Firm Registration No. 104607W/W100166) as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, i.e., from the conclusion of 34th (Thirty Fourth) Annual General Meeting till the conclusion of the 39th (Thirty Ninth) Annual General Meeting of the Company to be held in year 2027, subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A and Part B of Schedule III to the Listing Regulations, with regard to change in Statutory Auditors is enclosed as "Annexure-B".

4. ANNUAL GENERAL MEETING AND RELATED MATTERS:

The Board has considered and fixed the date of the 34th (Thirty Fourth) Annual General Meeting of the Company and approved matters related thereto as under:

- (i) In terms of the Circulars issued by the Ministry of Corporate Affairs vide its General Circular No.20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 3/2022 dated May 5, 2022 read with the Circular No. SEBI/HO/CFD/ CMD1/CIR /P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, issued by the Securities and Exchange Board of India, the Company will hold the 34th (Thirty Fourth) Annual General Meeting of the Shareholders of the Company on Friday, August 12, 2022, through Video Conferencing / Other Audio Visual Facility.



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- (ii) The Register of Members and Share Transfer Books will remain closed from Friday, August 5, 2022 to Friday, August 12, 2022 (both days inclusive) for the purpose of the 34th (Thirty Fourth) Annual General Meeting.

5. APPROVED ISSUE OF POSTAL BALLOT NOTICE DATED MAY 27, 2022

Pursuant to provisions of Section 110 of the Companies Act, 2013 and further to the outcome of the Board Meeting submitted on May 21, 2021, the Board considered and approved the Notice to be sent to Shareholders for obtaining approval for appointment of Mr. Pirojsha Godrej (DIN: 00432983) as the "Director (Non-Executive Non-Independent Director)" of the Company, through the means of Postal Ballot.

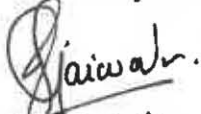
Further, the Board of Directors have fixed the cut-off date for the purpose of determining the eligibility of Shareholders for voting on the resolution(s) proposed to be passed through Postal Ballot as **Friday, May 20, 2022**.

We request you to take the above on your record.

Thanking you,

Yours sincerely,

For Godrej Industries Limited



Tejal Jariwala
Company Secretary & Compliance Officer
(FCS 9817)



Encl: A/a



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Annexure A

Re-appointment of Director - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Disclosure Requirement	Details
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise;	The present term of Mr. Nadir B. Godrej as the "Chairman and Managing Director" of the Company will be expiring on March 31, 2023. He is re-appointed as the "Chairman & Managing Director" of the Company for a further period of 3 (three) years commencing from April 1, 2023 up to March 31, 2026, subject to approval of the Shareholders and other approval(s), as may be required.
2.	Date of Appointment / Cessation (as applicable) & term of Appointment	Term of 3 (three) years starting from April 1, 2023 up to March 31, 2026
3.	Brief Profile	Mr. Nadir Godrej is the Chairman and Managing Director of Godrej Industries Limited. He holds B. S. degree in Chemical Engineering in 1973 from the Massachusetts Institute of Technology and a M.S. in Chemical Engineering in 1974 from Stanford University. He has done an MBA from Harvard Business School in 1976. Since 1977 he has been a Director of Godrej Soaps. He has been very active in developing the animal feed, agricultural inputs and chemicals businesses of Godrej Industries and associate companies. He has been very active in research and has several patents in the field of agricultural chemicals and surfactants. In 2001, Godrej Soaps was renamed to Godrej Industries and he was appointed as the Managing Director of Godrej Industries. He is also the Chairman of Godrej Agrovet Limited and Director of Godrej Properties Limited, subsidiaries of Godrej Industries. He is a Director of Godrej and Boyce, Godrej Consumer Products and other Godrej group companies. He has been active in CLFMA (Compound Livestock Feed Manufacturers Assn. Of India), ICC (Indian Chemical Council) [erstwhile ICMA (Indian Chemical Manufacturers Association)], OTAI (Oil Technologists' Association of India) and the Alliance Française de Bombay. He is currently the President of the Alliance Française de Bombay. He is on the National Council of CII (Confederation of Indian Industry). He is also very active in the Harvard Business School and M I T Alumni Association in India. The French government awarded him the Ordre national du Mérite in 2002 and the La Légion d'Honneur in 2008. He has also received Life Time Achievement Awards from OTAI (Oil Technologist



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		Association of India) and Chemexcil and the All India Liquid Bulk Importers and Exporters Association (AILBIEA). The Board of Management of Manav Rachna University has unanimously conferred Mr. Godrej with an Honorary Degree of Doctor of Philosophy. And he has been inducted as Fellow of Indian National Academy of Engineering (INAE). Mr. Godrej is deeply committed to the GOOD and GREEN strategies and achievement of set targets for the Godrej Group. He encourages and supports a shared vision value for all programs of Good and Green.
4.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Mr. Nadir Godrej is a Promoter of the Company. He is uncle of Mr. Pirojsha Godrej (Non-Executive Director) & Ms. Tanya Dubash (Executive Director and Chief Brand Officer)



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Annexure B

Change in Statutory Auditors - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Disclosure Requirement	Details
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise;	<p>M/s. BSR & Co. LLP, Chartered Accountants (Firm Registration Number: 101248W/W-100022), were appointed as the Statutory Auditors of the Company at the 30th (Thirtieth) Annual General Meeting ("AGM") of the Company for a term of 5 (five) years i.e., up to the conclusion of the ensuing 34th (Thirty Fourth) AGM of the Company of the to be held in the year 2022.</p> <p>The Audit Committee and the Board of Directors have approved and recommended appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (Firm Registration No. 104607W/W100166) as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, i.e., from the conclusion of 34th (Thirty Fourth) Annual General Meeting till the conclusion of the 39th (Thirty Ninth) Annual General Meeting of the Company to be held in year 2027, subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.</p>
2.	Date of Appointment / Cessation (as applicable) & term of Appointment	Term of 5 (five) years starting from conclusion of 34 th (Thirty Fourth) Annual General Meeting till the conclusion of the 39 th (Thirty Ninth) Annual General Meeting of the Company to be held in year 2027.
3.	Brief Profile	Kalyaniwalla & Mistry LLP [K&M] are a multi-service, multi-location, professional service organisation, established in the year 1928, and is one of the leading accounting firms in India. K&M is a part of the Mazars network which is an independent global organisation, specializing in audit and assurance, tax and advisory services. Along with industry knowledge and technical expertise it has 14 Partners and 450 + audit professionals and highly trained personnel with specialized service capabilities. K&M is also registered with the Comptroller and Auditor General of India for audits of large public sector undertakings. It has geographical presence in Mumbai, Pune, Bangalore & Chennai and Associate offices at Delhi, Gurgaon, Kolkata, Ahmedabad & Hyderabad. K&M specializes in providing assurance, tax, consultancy, accounting and advisory services.
4.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not Applicable

