

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  
Website : www.godrejcp.com

CIN : L24246MH2000PLC129806

December 21, 2022

<b>BSE Ltd</b> Corporate Relations Department 1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street, Mumbai 400 023. Scrip Code : 532424	<b>The National Stock Exchange of India Ltd</b> Exchange Plaza, 4 <sup>th</sup> Floor, Bandra-Kurla Complex, Mumbai 400 050 Symbol: GODREJCP
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Dear Sirs,

**Notice of Postal Ballot**

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("LODR/Listing Regulations"), we are enclosing a copy of the Postal Ballot Notice for seeking approval of the shareholders for re-appointment of Ms. Pippa Armerding as an Independent Director for a second term of five years from January 30, 2023 to January 29, 2028.

The Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form, is being sent to the members whose names appear in the Register of Members/ List of Beneficial Owners received from the Registrar and Share Transfer Agents, Depositories as on December 16, 2022 (Cut-off date).

This Notice is also available on the website of the Company i.e. <https://godrejcp.com/> and CSDL website i.e. [www.evotingindia.com](http://www.evotingindia.com)

The Company has engaged the services of Central Depository Services Limited ("CDSL") for providing e-voting facility to the members. The remote e-voting facility is available from **Friday, December 23, 2022, 9.00 a.m. (IST) to Saturday, January 21, 2023, 5.00 p.m. (IST)**. The voting results will be declared **on or before Tuesday, January 24, 2023**.

Thank you.

**Yours faithfully,  
For Godrej Consumer Products Ltd.**

**Rahul Botadara  
Company Secretary & Compliance Officer**

Encl.: As above





## GODREJ CONSUMER PRODUCTS LIMITED

CIN: L24246MH2000PLC129806

**Registered Office:** 4th Floor, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai – 400 079.

**Phone No.:** +91 22 25188010/20/30; **Fax:** +91 22 25188040;

**Website:** [www.godrejcp.com](http://www.godrejcp.com) | **Email:** [investor.relations@godrejcp.com](mailto:investor.relations@godrejcp.com)

### NOTICE OF POSTAL BALLOT

[Pursuant to the Provisions of Section 110 of the Companies Act, 2013, (the “Act”) and applicable Rules thereunder]

Dear Member(s),

The Board of Directors of the Godrej Consumer Products Limited (“Company”) vide their resolution dated December 2, 2022, approved the re-appointment of Ms. Pippa Armerding as an Independent Director for a second term of five years from January 30, 2023 to January 29, 2028, subject to approval of the members.

**NOTICE** is hereby given pursuant to Section 108 and 110 of the Act and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended from time to time, as per the relevant MCA circulars, that the resolution appended is proposed to be passed as a special resolution by way of postal ballot / e-voting. The explanatory statement pertaining to the aforesaid resolution setting out the material facts concerning the item and the reasons thereof is annexed hereto along with a postal ballot form (the “Form”) for your consideration.

Members desiring to cast their vote by means of physical ballot are requested to read the instructions printed on the accompanying postal ballot form and return the same along with assent (**FOR**) or dissent (**AGAINST**) in the enclosed self-addressed postage pre-paid Business Reply Envelope so as to reach the Scrutinizer **before the last date mentioned below**. Please note that any postal ballot form(s) received after the last date shall be treated as if a reply has not been received. No other form or photocopy thereof is permitted.

Members may also note that, in accordance with the provisions of Section 108 and 110 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and the Secretarial Standards issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (“CDSL”).

The postal ballot voting schedule and e-voting schedule are given in the table below:

Cut-off date for reckoning voting rights	Commencement of voting (Start date)	Close of voting (End date)	Results announcement date
Friday, December 16, 2022	Friday, December 23, 2022, 9.00 a.m. (IST)	Saturday, January 21, 2023, 5.00 p.m. (IST)	On or before Tuesday, January 24, 2023

During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their votes electronically or by physical ballot. The e-voting module shall be disabled by CDSL for voting after the end of the voting time.

Please read and follow the instructions on e-voting enumerated in the notes to this Notice.

Only members entitled to vote are entitled to fill in the postal ballot form and send it to the Scrutinizer or vote under the e-voting facility offered by the Company, and any other recipient of the Notice who has no voting rights should treat this Notice as an intimation only.

The proposed resolution and an explanatory statement pursuant to section 102 and 110 and other applicable provisions, if any, is appended to this Postal Ballot Notice.

Mr. Kalidas Vanjpe, Practising Company Secretary (Membership No. FCS 7132), has been appointed as the Scrutinizer for conducting the Postal Ballot / e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Executive Chairperson/ Board of Directors of your Company after completion of the voting and scrutiny of postal ballot forms. The combined results of the e-voting and postal ballot will be declared by the Executive Chairperson or any Director of the Company on or before **Tuesday, January 24, 2023**. The declaration/announcement of the results by the Executive Chairperson or by any Director or by the Company Secretary of the Company as stated above shall be treated as declaration of results at a meeting of the members as per the provisions of the Companies Act, 2013 and applicable Rules thereunder. After the declaration, the results will be communicated to the Stock Exchanges, where the shares of the Company are listed and also posted on the Company's website viz., [www.godrejcp.com](http://www.godrejcp.com) and on the website of CDSL viz. [www.evotingindia.com](http://www.evotingindia.com)

**PROPOSED RESOLUTION:**

1. **Re-appointment of Ms. Pippa Armerding as an Independent Director (DIN: 08054033) for a period of five years effective from January 30, 2023.**

To consider and, if thought fit, to pass the following as a **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of the Articles of Association of the Company and subject to such other approvals as may be required, Ms. Pippa Armerding (DIN: 08054033) be and is hereby reappointed as an Independent Director of the Company for a second term of five years commencing from January 30, 2023 till January 29, 2028”.

By Order of the Board,  
**For Godrej Consumer Products Limited**

**Rahul Botadara**  
**Company Secretary & Compliance Officer**

Mumbai, December 20, 2022

**Notes:**

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed herewith.
2. The Notice is being sent to all the members, whose names appear in the Register of Members / Record of Depositories as on **the cut-off date mentioned in Note 8 herein below.**
3. Voting rights shall be reckoned on the paid-up value of equity shares registered in the names(s) of members(s) on the cut-off date mentioned in Note 8 herein below. A person who is not a member on the cut-off date should treat this notice for information purpose only.
4. In compliance of the provisions of Section 108 and 110 of the Companies Act, 2013 and Rules made thereunder, the Company is pleased to provide its members the facility to exercise their right to vote on the postal ballot through the Electronic Voting (remote e-voting) Services provided by Central Depository Services Limited (“CDSL”). The e-voting commencement date and ending date is given in Note 8 herein below. Members are requested to refer to instructions for e-voting, appended to this Notice. The Company has engaged the services of CDSL for the e-voting.
5. Members can opt for only one mode of voting, i.e., either by postal ballot or e-voting. In case members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form will be treated as invalid. The instructions for electronic voting are annexed to this Notice.
6. The Postal Ballot Notice will also be available on the websites of the Stock Exchange(s), i.e., BSE Limited at <https://www.bseindia.com/> and National Stock Exchange of India Limited at <https://www.nseindia.com/> respectively, Company's website at <https://godrejcp.com/investors> and on the website of the Link Intime at <https://instavote.linkintime.co.in/>
7. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are also being sent to members for this postal ballot. Members who have not received postal ballot forms may apply to the company or RTA and obtain a duplicate thereof. Resolution passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
8. E-voting schedule:

The details are as under:

<b>Cut-off date for reckoning voting rights</b>	<b>Commencement of voting (Start date)</b>	<b>Close of voting (End date)</b>	<b>Results announcement date</b>
<b>Friday, December 16, 2022</b>	<b>Friday, December 23, 2022, 9.00 a.m. (IST)</b>	<b>Saturday, January 21, 2023, 5.00 p.m. (IST)</b>	<b>On or before Tuesday, January 24, 2023</b>

During this period, shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote. The e-voting module shall be disabled after the close of e-voting.

9. The Scrutinizer will submit his report to the Chairman / Director of the Company after the completion of scrutiny of the postal ballots (including e-voting). The result of the same will be announced by the Chairperson or any Director or Company Secretary of the Company on or before Tuesday, January 24, 2023. The said results along with scrutinizer's report will be communicated to the Stock Exchanges, where the shares of the Company are listed and also posted on the Company's website viz., [www.godrejcp.com](http://www.godrejcp.com) and on the website of CDSL viz. [www.evotingindia.com](http://www.evotingindia.com)

## Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

### Resolution No. 1

At the meeting of Board of Directors of the Godrej Consumer Products Limited ("Company"/"GCPL") held on January 30, 2018, Ms. Pippa Armerding was appointed as an Independent Director to hold office for a period of five years from January 30, 2018 to January 29, 2023 ("first term"). GCPL has a significant presence in the sub-Saharan African subcontinent and Africa is expected to be a major growth engine for the Company going forward. Pippa is a lawyer and business professional with over 20 years of experience operating across Africa, Asia, Europe and America. Pippa's professional expertise, significant experience and perspectives have been very helpful in the GCPL's growth in Africa. On the basis of the report of her performance evaluation and pursuant to the provisions of Section 149 of the Companies Act 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the Nomination and Remuneration Committee has recommended the re-appointment of Ms. Pippa Armerding, as an Independent Director for a second term of five years from January 30, 2023 to January 29, 2028.

After considering the recommendation of the Nomination and Remuneration Committee and on the basis of the background, experience and contributions made by her during her tenure, the Board of Directors is of the opinion that it would be beneficial for the Company to continue Ms. Pippa Armerding as an Independent Director on the Board for a second term.

Ms. Pippa has accorded her consent for the re-appointment and has also given a declaration to the Board stating that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the Listing Regulations. She also fulfils the conditions for re-appointment under the applicable provisions of Companies Act, 2013 and the SEBI listing regulations.

Accordingly, the Board of Directors recommends the resolution for approval of the shareholders.

None of the Directors except appointee herself, Key Managerial Personnel (KMP), or their relatives are, in any way, concerned with or interested, financially or otherwise, in the said resolution.

#### Her brief profile is as below:

*Pippa Tubman Armerding is an Independent Director in GCPL. She is a lawyer and business professional with over 20 years of experience operating across Africa, Asia, Europe and the Americas. Throughout her career Pippa has worked in multi-cultural, global environments, providing sophisticated legal and strategic advice to multi-national clients. Pippa is passionate about Africa and opportunities which enable her to use her broad experience to contribute to the development of the continent and make a difference in the lives of its people.*

*Pippa is currently Executive Director of the Harvard Business School (HBS) Africa Research Center where she is the primary lead for HBS activities in sub-Saharan Africa. In her role, Pippa is focused on developing and strengthening relationships with business and academic leaders across sub-Saharan Africa, enabling HBS engagement and activities on the continent and supporting the deepening of HBS faculty understanding of African management issues, trends and practices, to develop locally relevant case studies and materials for use in business education around the world.*

*Prior to joining HBS, Pippa was an independent legal & strategy consultant engaged in projects including those designed to empower and educate young Africans, particularly girls. She was also Legal & Corporate Affairs Director for Microsoft South Africa where as chief legal officer and member of the leadership team, she was responsible for all the company's legal and corporate affairs matters.*

*Prior to joining Microsoft, Pippa held several leadership roles with The Coca-Cola Company across Africa. She served as Director of Pan-African Strategic Initiatives driving the acceleration of still beverages across the continent through exports. In this role, Pippa was also responsible for management of the Pan-Africa System Council of senior Company and Bottler leaders. While at The Coca-Cola Company, Pippa also served as General Counsel for Coca-Cola East & Central Africa based in Nairobi, Kenya where she was responsible for the company's diverse legal affairs across more than 38 countries in the region.*

*Pippa began her legal career as an attorney with the corporate law firm of Davis Polk & Wardwell in New York and Paris where she represented U.S. and international corporations and financial institutions in cross-border securities, mergers & acquisitions and banking transactions and provided analysis and advice to clients on complex and novel aspects of international corporate law.*

*Pippa is admitted to the New York State bar and received her J.D. in international law from New York University School of Law. She received a B.A. in Government cum laude from Harvard University and is also a graduate of the Harvard Business School General Management program.*

*Pippa is a member of the management board of the African Legal Support Facility, and director of the Oprah Winfrey Leadership Academy for Girls. She is also the author of "National Jurisprudence in International Tribunals", in International Law Decisions in International Courts, published by Transnational, 1996.*

By Order of the Board,  
**For Godrej Consumer Products Limited**

**Rahul Botadara**  
**Company Secretary & Compliance Officer**

Mumbai, December 20, 2022

**Information pursuant to the Listing Regulations and Secretarial Standards with respect to appointment or re-appointment of Directors:**

Name of Director	<b>Pippa Armerding</b>
Category	Independent Director
DIN	08054033
Date of Birth and Age	November 29, 1968 54 years
Qualification	<ul style="list-style-type: none"> <li>• B.A. in Government cum laude from Harvard University</li> <li>• Graduate of the Harvard Business School General Management programme</li> </ul>
Nature of Expertise/Experience	Please refer to the text of explanatory statement to the resolution.
Brief Resume	Please refer to the text of explanatory statement to the resolution.
First Appointment on the Board	January 30, 2018
Terms & Conditions of Appointment/ re-appointment	Re-appointment as an Independent Director for five years.
Last Drawn Remuneration Details along with remuneration sought to be paid	<p>As a Non-Executive Independent Director, she is entitled to sitting fees of ₹1,00,000 per board meeting attended and ₹20,000 per Committee meeting attended. Additionally, shareholders have authorized the Board to determine and pay Commission on Profits not exceeding 1% of Net profits for any financial year for all Non-Executive Directors.</p> <p>In the last financial year, as a Non-Executive Director, Pippa was paid ₹5,00,000 as sitting fees for attending meetings of the Board/Committee and ₹35,00,000 as Commission on Profits.</p>
No. of shares held in GCPL as on the date of this notice.	Nil
Relationship with other Directors/ Manager/ KMP	Not related
No. of Board meetings attended out of 4 meetings held during the year	4
Directorship details	<p><b>Listed Public Companies:</b> Godrej Consumer Products Ltd.</p> <p><b>Public Companies:</b> Nil</p> <p><b>Foreign Companies:</b> Oprah Winfrey Leadership Academy for Girls MFS Investments Africa Legal Support Facility (Management Board Members)</p> <p><b>Section 8 Companies:</b> Nil</p> <p><b>LLPs:</b> Nil</p> <p><b>Names of listed entities from which Pippa has resigned in the past three years:</b> Nil</p>
Committee Positions	<p><b>Member:</b> <u>Audit Committee</u> Godrej Consumer Products Ltd. <u>Nomination &amp; Remuneration Committee</u> Godrej Consumer Products Ltd.</p> <p><b>Chairperson:</b> Nil</p>

## Appendix- Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The Members may cast their vote electronically as per the timelines mentioned in the Notice of Postal Ballot. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method **for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>

<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [investor.relations@godrejcp.com](mailto:investor.relations@godrejcp.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investor.relations@godrejcp.com](mailto:investor.relations@godrejcp.com) / [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33.