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

Scrip Code: 532424

April 30, 2018

BSE Limited,

Corporate Relations Department, 1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street, Mumbai 400 001.

The National Stock Exchange of India Limited,

Exchange Plaza, 4th Floor, Bandra Kurla Complex, Mumbai 400 051.

Dear Sir,

Sub: Certificate from Practicing Company Secretary under Regulation 40(9) for the half yearly ended March 31, 2018

In accordance with Regulation 40(9) of the Securities & Exchange Board of India (Depositaries and Participants) Regulations, 1996, we enclose herewith certificate from practicing company secretary for the half yearly ended March 31, 2018.

Thanking you,

For Godrej Consumer Products Ltd.

R. Shivshankar

Deputy General Manager (Corporate Secretarial)

Encl: As Above





KALIDAS VANJPE

B. Com (Hons.), LL. B.(G), F. C. S. Practising Company Secretary Corporate Legal Consultant

307, Dev Milan, Near Tip top Plaza, L. B. S. Marg, Thane 400604. Cell : 9920271677 • e-mail : kalidasvanjpe@gmail.com • www.kalidasvanjpe.com

CERTIFICATE

FOR THE HALF YEAR ENDED 31st March, 2018.

I have examined all the Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Godrej Consumer Products Limited maintained by Computech Sharecap Limited, Registrars and Transfer Agents (RTA) for the said company, pertaining to transfer of Equity Shares of the company for the period from 1st October, 2017 to 31st March, 2018 for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company and RTA and explanation given to me, which to the best of my knowledge were necessary for the purpose of my certification, I hereby certify that the company has delivered during half year ended on 31st March, 2018

- a) Share Certificates relating to the Share Transfer Deeds received during the period from 1st October, 2017 to 31st March, 2018 in respect of transfers as entered in the Memorandum of Transfers have been issued within thirty days from the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls /allotment monies from respective date of lodgement of each deed excepting those rejected on technical grounds.
- b) Any other information: N.A.

Date: 10th April, 2018

Place: Thane

(Kalidas Vanjpe) Company Secretary M. No. FCS 7132

CP No. 3413