

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L24246MH2000PLC129806

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCG3365J

(ii) (a) Name of the company

GODREJ CONSUMER PRODUCT

(b) Registered office address

Godrej One, 4th Floor, Pirojshanagar
Eastern Express Highway, Vikhroli (E)
Mumbai
Mumbai City
Maharashtra
400070

(c) *e-mail ID of the company

investor.relations@godrejcp.cc

(d) *Telephone number with STD code

02225188010

(e) Website

www.godrejcp.com

(iii) Date of Incorporation

29/11/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Ltd.	1
2	The National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 03/08/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	T	Goods and service producing activities of households for own use	T2	Undifferentiated goods and service producing activities of households for own	100

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Godrej Consumer Care Limited	U40100MH2022PLC374380	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	1,030,000,000	1,022,612,203	1,022,581,079	1,022,581,079
Total amount of equity shares (in Rupees)	1,030,000,000	1,022,612,203	1,022,581,079	1,022,581,079

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,030,000,000	1,022,612,203	1,022,581,079	1,022,581,079
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1,030,000,000	1,022,612,203	1,022,581,079	1,022,581,079

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,000,000	0	0	0
Total amount of preference shares (in rupees)	10,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	10,000,000	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	10,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	8,108,356	1,014,377,9	1022486273	1,022,486,2	1,022,486,;	

Increase during the year	0	462,856	462856	462,856	462,856	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	94,806	94806	94,806	94,806	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		368,050	368050	368,050	368,050	0
Addition on account of transfer from physical to demat						
Decrease during the year	368,050	0	368050	368,050	368,050	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	368,050		368050	368,050	368,050	
Reduction on account of transfer from physical to demat						
At the end of the year	7,740,306	1,014,840,7	1022581079	1,022,581,0	1,022,581,0	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

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		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	04/08/2021
Date of registration of transfer (Date Month Year)	
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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					

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

(i) Turnover

68,193,193,279

(ii) Net worth of the Company

78,511,179,919

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	646,488,197	63.22	0	
	(ii) Non-resident Indian (NRI)	70	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	646,488,267	63.22	0	0

Total number of shareholders (promoters)

49

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	49,904,360	4.88	0	
	(ii) Non-resident Indian (NRI)	3,920,519	0.38	0	
	(iii) Foreign national (other than NRI)	2,568	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	20,684,432	2.02	0	
4.	Banks	684,183	0.07	0	
5.	Financial institutions	336,900	0.03	0	
6.	Foreign institutional investors	247,028,926	24.16	0	
7.	Mutual funds	37,706,859	3.69	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,095,700	0.6	0	
10.	Others More than one category	9,728,365	0.95	0	
	Total	376,092,812	36.78	0	0

Total number of shareholders (other than promoters) 253,847

**Total number of shareholders (Promoters+Public/
Other than promoters)** 253,896

(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			247,028,926	

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

Details	At the beginning of the year	At the end of the year
Promoters	49	49
Members (other than promoters)	184,069	253,847
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	2	4	1	4	0.04	0.04
B. Non-Promoter	0	7	1	6	0	0
(i) Non-Independent	0	0	1	0	0	0
(ii) Independent	0	7	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & 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	11	2	10	0.04	0.04

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

14

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Jamshyd Godrej	00076250	Director	0	
Nadir Godrej	00066195	Director	63	
Tanya Dubash	00026028	Director	66	
Nisaba Godrej	00591503	Whole-time director	370,087	
Pirojsha Godrej	00432983	Director	370,129	
Sudhir Sitapati	09197063	Managing Director	0	
Narendra Ambwani	00236658	Director	3,000	
Omkar Goswami	00004258	Director	0	
Sumeet Narang	01874599	Director	0	
Ireena Vittal	05195656	Director	0	
Ndidi Nwuneli	07738574	Director	0	
Pippa Armerding	08054033	Director	0	
Rahul Botadara	AKQPB2235C	Company Secretary	3	
Sameer Shah	AMFPS0050H	CFO	15,578	

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

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Nisaba Godrej	00591503	Managing Director	18/10/2021	Change in Designation from Chairperson
Aman Mehta	00009364	Director	31/08/2021	Cessation
V Srinivasan	AABPV8491M	Company Secretary	31/08/2021	Cessation
V Srinivasan	AABPV8491M	CFO	31/08/2021	Cessation
Sudhir Sitapati	09197063	Managing Director	18/10/2021	Appointment
Rahul Botadara	AKQPB2235C	Company Secretary	01/09/2021	Appointment
Sameer Shah	AMFPS0050H	CFO	01/09/2021	Appointment
Adi Godrej	00065964	Whole-time director	30/09/2021	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	04/08/2021	182,833	67	58.61

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/05/2021	13	12	92.31
2	04/08/2021	13	13	100
3	11/11/2021	12	12	100
4	08/02/2022	12	11	91.67

C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	11/05/2021	8	6	75
2	Audit Committee	04/08/2021	8	7	87.5
3	Audit Committee	11/11/2021	7	6	85.71
4	Audit Committee	08/02/2022	7	7	100
5	CSR Committee	11/05/2021	4	3	75
6	CSR Committee	11/11/2021	5	5	100
7	Nomination & I	11/05/2021	5	5	100
8	Nomination & I	04/08/2021	5	4	80
9	Nomination & I	08/02/2022	4	4	100
10	Stakeholders F	04/08/2021	3	2	66.67

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	03/08/2022
								(Y/N/NA)
1	Jamshyd Godrej	4	3	75	0	0	0	Yes
2	Nadir Godrej	4	4	100	4	4	100	Yes
3	Tanya Dubash	4	3	75	3	1	33.33	Yes
4	Nisaba Godrej	4	4	100	4	4	100	Yes
5	Pirojsha Godrej	4	4	100	5	3	60	Yes
6	Sudhir Sitapat	2	2	100	2	2	100	Yes
7	Narendra Ambekar	4	4	100	10	8	80	Yes
8	Omkar Goswami	4	4	100	6	6	100	No
9	Sumeet Narani	4	4	100	7	7	100	Yes
10	Ireena Vittal	4	4	100	7	7	100	Yes

11	Ndidi Nwuneli	4	4	100	4	4	100	Yes
12	Pippa Armerdi	4	4	100	7	7	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Adi Godrej	Chairman Emeri	93,802,685	0	0	9,744,990	103,547,675
2	Nisaba Godrej	Executive Chair	39,881,354	0	0	8,894,257	48,775,611
3	Sudhir Sitapati	Managing Direct	23,290,176	0	0	3,283,009	26,573,185
	Total		156,974,215	0	0	21,922,256	178,896,471

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	V Srinivasan	CFO & Compan	13,796,690	0	10,997,883	852,053	25,646,626
2	Sameer Shah	CFO	8,994,007	0	583,635	1,528,104	11,105,746
3	Rahul Botadara	Company Secre	774,872	0	0	107,370	882,242
	Total		23,565,569	0	11,581,518	2,487,527	37,634,614

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	Jamshyd Godrej	Non- Executive I	0	2,000,000	0	300,000	2,300,000
2	Nadir Godrej	Non- Executive I	0	2,000,000	0	520,000	2,520,000
3	Tanya Dubash	Non- Executive I	0	2,000,000	0	340,000	2,340,000
4	Pirojsha Godrej	Non- Executive I	0	2,000,000	0	460,000	2,460,000
5	Narendra Ambwani	Independent Dir	0	3,500,000	0	600,000	4,100,000
6	Omkar Goswami	Independent Dir	0	3,500,000	0	520,000	4,020,000
7	Ireena Vittal	Independent Dir	0	3,500,000	0	540,000	4,040,000
8	Ndidi Nwuneli	Independent Dir	0	3,500,000	0	540,000	4,040,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
9	Pippa Amerding	Independent Dir	0	3,500,000	0	540,000	4,040,000
10	Sumeet Narang	Independent Dir	0	0	0	0	0
11	Aman Mehta	Independent Dir	0	1,517,000	0	280,000	1,797,000
	Total		0	27,017,000	0	4,640,000	31,657,000

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	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. 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.

Name

Bhavana Shewakramani

Whether associate or fellow

Associate Fellow

Certificate of practice number

9577

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

NISABA
GODREJ

DIN of the director

00591503

To be digitally signed by

Rahul
Kirtikumar
Botadara

- Company Secretary
- Company secretary in practice

Membership number

54035

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

03-Details_of_FII_MGT-7.pdf 01-Committee-Meetings- Attachment.pdf 02-GCPL-Share-Transfer-Data.pdf List of subsidiaries.pdf MGT 8.pdf
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Remove attachment

Modify

Check Form

Prescrutiny

Submit

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