

Statutory Reports

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Board's Report

Dear Members,

Your Directors, with great pleasure, present the Annual and Integrated Report for the year ended March 31, 2024.

1. Results of Our Operations

The financial performance of your Company for the fiscal year under review is given below.

An overview of the performance of the Company's

subsidiaries in various geographies is given separately in the Board's Report.

The shareholders may also refer to the Management Discussion and Analysis section, which gives more details on the functioning of the company.

(₹ Crore)

Financials: Abridged Profit and Loss Statement	Consolidated		Standalone	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Total revenue from operations	14,096.11	13,315.97	8,411.40	7,667.17
Other income	268.95	168.41	455.96	139.48
Total income	14,365.06	13,484.38	8,867.36	7,806.65
Total expenses, including depreciation and finance costs	11,689.97	11,297.54	6,429.77	5,909.46
Profit before exceptional items and tax	2,675.09	2,186.84	2,437.59	1,897.19
Exceptional items	(2,476.86)	(54.11)	(1,152.75)	(27.59)
Profit before tax	198.23	2,132.73	1,284.84	1,869.60
Tax expense	758.78	430.27	637.81	355.90
Profit/loss after tax	(560.55)	1,702.46	647.03	1,513.70
Other comprehensive income	(134.34)	553.05	6.68	1.03
Total comprehensive income attributable to owners of the Company	(694.89)	2,255.51	653.71	1,514.73

2. Dividend

A. Dividend Declared

During the fiscal year 2023-24, the following interim dividend was declared on shares of face value of ₹ 1/- each, the details of which are as follows:

Declared at the Board Meeting held on	Dividend rate per share on shares of face value of ₹ 1/- each	Record Date
November 01, 2023	5.00	November 09, 2023

After the close of the financial year, the board has declared an interim dividend, the details of which are as follows:

Declared at the Board Meeting held on	Dividend rate per share on shares of face value of ₹ 1/- each	Record Date
May 6, 2024	10.00	May 14, 2024

B. Dividend Distribution Policy

The Board of Directors adopted the Dividend Distribution Policy pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), which requires the top 1,000 listed companies (by market capitalisation) to formulate the same. The Company's Dividend Distribution Policy may also be accessed through the following link ^[1].

3. Board of Directors

A. Number of Meetings

Seven Board meetings were held during the year. The details of the meetings and the attendance record of the directors are given in the Corporate Governance section of the Annual Report.

B. Changes in the Board of Directors

During the financial year, Mr. Narendra Ambwani retired as an Independent Director with effect from November 14, 2023 after completing his second term. On the basis of recommendation of Nomination and Remuneration Committee, the Board had considered and approved the appointment of Ms. Shalini Puchalapalli as an Independent Director with effect from November 14, 2023 for a period of five years which was approved by the shareholders in the AGM held on August 07, 2023.

Mr. Jamshyd Godrej, Non-Executive Non-Independent Director of the Company resigned with effect from January 24, 2024, upon attaining the age of 75 years.

The term of office of Mr. Sumeet Narang as an Independent Director ended on March 31, 2024. On the basis of recommendation of Nomination and Remuneration Committee, the Board had considered and approved the reappointment of Mr. Sumeet Narang for a second term of five years, subject to approval of the shareholders. The approval of the shareholders was received by means of postal ballot on March 26, 2024.

After the commencement of the financial year, Ms. Ndidi Nwuneli resigned from the Board with effect from May 1, 2024.

The Board places on record its appreciation for the contribution of Mr. Narendra Ambwani, Mr. Jamshyd Godrej and Ms. Ndidi Nwuneli during

^[1] <https://godrejcp.com/sustainability/codes-and-policies>

their association with the Company.

On the basis of recommendation of Nomination and Remuneration Committee, the Board had considered and approved the appointment of Mr. Aditya Sehgal, as an Independent Director for a term of five years from July 15, 2024. The appointment is subject to the approval of the shareholders in the Annual General Meeting.

In the forthcoming AGM, Mr. Sudhir Sitapati and Ms. Tanya Dubash will retire by rotation, and being eligible, they will be considered for reappointment.

C. Audit Committee of the Board of Directors

Your Company has an Audit Committee in compliance with Section 177 of the Companies Act, 2013 and Regulation 18 of Listing Regulations. The Committee consists of the following Directors, viz., Mr. Sumeet Narang, Chairman of the Committee, and Dr. Omkar Goswami, Ms. Ireena Vittal, Ms. Pippa Armerding, and Ms. Shalini Puchalapalli, all being members of the committee. Mr. Pirojsha Godrej resigned from the committee with effect from August 7, 2023. Mr. Narendra Ambwani's

second term as an Independent Director ended on November 14, 2023, so he also ceased to be the member of the committee w.e.f. November 14, 2023. Ms. Ndidi Nwuneli also ceased to be the member of the Committee upon her resignation from the Board with effect from May 1, 2024.

D. Declaration from Independent Directors

All the Independent Directors have given their declaration confirming that they meet the criteria of independence as prescribed under the provisions of the Companies Act, 2013 and the Listing Regulations, and the same has been noted by the Board of Directors. The Independent Directors also confirmed the compliance with the code of conduct for directors and senior management.

E. Familiarisation Programmes

During the year, the Independent Directors were familiarised with the Manufacturing Footprint for GCPL India, Annual Operating Plan for the fiscal year 2023-24. Additionally, at all the Board meetings, detailed presentations covering business performance and financial updates were made. The programmes were

conducted by the members of the Company management. The details of the same are available on the website of the Company and can be accessed through the following link ^[2].

F. Board Diversity Policy & Independence Statement

The Company has in place a Board Diversity Policy, which is attached as **Annexure 'A'**. The criteria for determining qualification, positive attributes, and independence of Directors are as per the Board Diversity Policy, Listing Regulations, and the Companies Act, 2013.

The Board Independence Statement is available on the Company website and can be accessed through the following link^[3].

G. Remuneration Policy

The Company's Remuneration Policy for Directors, Key Managerial Personnel (KMP), and other employees is attached as **Annexure 'B'**. The Company's total rewards framework aims at holistically using elements such as fixed and variable compensation, long-term incentives, benefits and perquisites, and non-compensation elements (career development, work-life balance, and recognition).

^[2] https://www.godrejcp.com/public/uploads/compliance_other_updates/Familiarisation_Programme_for_IDs_202324.pdf

^[3] https://godrejcp.com/public/pdfs/codes_policies/people/Board_Independence_Statement_May2023.pdf

The Non-executive Directors receive sitting fees and commission in accordance with the provisions of the Companies Act, 2013.

H. Remuneration to Directors

The remuneration of Directors is in accordance with the Remuneration Policy formulated in accordance with various rules and regulations for the time being in force. The disclosure on the details of remuneration to Directors and other employees pursuant to Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given under **Annexure 'C'**. With respect to the information under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, members may request the same by sending an email to the Company at investor_relations@godrejcp.com from their registered email address, quoting their name and folio number.

I. Performance Evaluation of the Board of Directors, its Individual Members, and its Committees

We conducted a formal Board effectiveness review, as part of our efforts to evaluate the performance of our Board and identify areas that need improvement to enhance the

effectiveness of the Board, its Committees, and Individual Directors. This is in line with the requirements of the Companies Act, 2013 and the Listing Regulations. The Corporate Human Resources team of Godrej Industries Limited and Associate Companies worked directly with the Chairperson and the Nomination and Remuneration Committee of the Board to design and execute this process. It was later adopted by the Board.

Each board member completed a confidential online questionnaire, sharing vital feedback on how the Board currently operates and how its effectiveness could be improved. This survey included four sections on the basis of which feedback and suggestions were compiled:

- Board Processes
- Individual Committees
- Individual Board Members
- Chairperson

The criteria for Board processes included Board structure, strategic orientation as well as Board functioning, and team dynamics. Evaluation of each of the Board Committees covered whether they have well-defined objectives and the correct composition and whether

they achieved their objectives. The criteria for Individual Board Members included skills, experience, level of preparedness, attendance, extent of contribution to Board debates and discussions, and how each Director leveraged their expertise and networks to meaningfully contribute to the Company. The criteria for the Chairperson's evaluation included leadership style and conduct of Board meetings. The performance evaluation criteria for Independent Directors included a check on their fulfilment of the independence criteria and their independence from the management.

The following reports were created as part of the evaluation:

- Board Feedback Report
- Individual Board Member Feedback Report
- Chairperson's Feedback Report

The overall Board feedback was facilitated by Ms. Ireena Vittal with the Independent Directors. The Directors put forth their views regarding the Board functioning effectively and identified areas that showed scope for improvement. Feedback from the Committees and Individual Board Members was shared with the Chairperson. Following her evaluation, a

Chairperson's Feedback Report was compiled.

J. Directors' Responsibility Statement

Pursuant to the provisions contained in Section 134 (5) of the Companies Act, 2013, your Directors, based on the representation received from the Operating Management and after due inquiry, confirm the following points:

- a) In the preparation of annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same.
- b) They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company at the end of the fiscal year and of the profit of the company for that period.
- c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the

assets of the Company and for preventing and detecting fraud and other irregularities.

- d) They have prepared the annual accounts on a going concern basis.
- e) They have laid down internal financial controls to be followed by the Company, and such internal financial controls are adequate and operating effectively.
- f) They have devised a proper system to ensure compliance with the provisions of all applicable laws, and this system is adequate and operating effectively.

4. Transfer to Investor Education and Protection Fund

In accordance with the applicable provisions of the Companies Act, 2013 read with Investor Education and Protection Fund (Accounting, Audit, Transfer, and Refund) Rules, 2016 (IEPF Rules), all unclaimed dividends are required to be transferred by the Company to the IEPF after completion of 7 years. Further, according to IEPF Rules, the shares on which dividend has not been claimed

by the shareholders for 7 consecutive years or more shall be transferred to the demat account of the IEPF authority. Accordingly, ₹1,36,56,128 unpaid/unclaimed dividends were transferred during the financial year 2023-24 to IEPF. No shares were required to be transferred during the current year.

The Company has appointed a Nodal Officer and a Deputy Nodal Officer under the provisions of IEPF Regulations, the details of which are available on the Company website and can be accessed through the following link ^[4].

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2023, on the Company website, which can be accessed through the following link ^[5]. The details of unpaid and unclaimed amounts lying with the Company as on March 31, 2024, will be available on the same link within 60 days of the AGM.

5. Finance

A. Loans, Guarantees, and Investments

The details of loans, guarantees, and investments as required by the provisions of

^[4] <https://godrejcp.com/investors/details-of-shares-to-iepf#Details-of-Nodal-Officer>

^[5] <https://godrejcp.com/investors/unclaimed-dividend>

Section 186 of the Companies Act, 2013 and the rules made thereunder are set out in the Notes to the Standalone Financial Statements of the Company.

B. Related Party Transactions

In compliance with the Listing Regulations, the Company has a Policy for Transactions with Related Parties (RPT Policy). The RPT Policy is available on the Company website and can be accessed through the following link ^[6].

Apart from the Related Party Transactions in the ordinary course of business and on arm's length basis, the details of which are given in the Notes to Financial Statements, no other Related Party Transactions require disclosure in the Board's Report for complying with Section 134(3)(h) of the Companies Act, 2013. Therefore, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

6. Acquisition

During the year 2023-24, the Company entered into an agreement on April 27, 2023 for the acquisition of business of Raymonds Consumer Care Limited (RCCL) through slump sale basis. RCCL is a leading player in the deodorants and sexual wellness categories in India. RCCL is an Indian FMCG player operating primarily in deodorants and sexual wellness categories with two key brands - Park Avenue and Kamasutra. This acquisition allows the Company to complement its business portfolio and growth strategy with under-penetrated categories that offer a long runway of growth. The said acquisition was completed on May 08, 2023.

7. Subsidiaries, Associates, and Joint Venture

During the year, Godrej East Africa Holdings Limited alongwith its step down subsidiaries viz. DGH Tanzania Ltd, Mauritius, Charm Industries Ltd, Kenya and Sigma Hair Industries Ltd, Tanzania ceased to be subsidiaries of the Company w.e.f. March 26, 2024.

Darling Trading Co. Mauritius Ltd and DGH Phase Two Mauritius Ltd merged with Godrej Africa Holdings

Limited on May 25, 2023 and September 12, 2023 respectively and accordingly both these companies ceased to be subsidiaries.

Weave Senegal ceased to be the subsidiary on March 31, 2024, and Indovest Capital ceased to be the subsidiary of the Company w.e.f. February 8, 2024.

As a part of restructuring of subsidiaries holding structure, Godrej UK Limited was acquired by your Company (Godrej Consumer Products Limited) from Godrej Netherlands BV on June 27, 2023, and accordingly it became our direct subsidiary. Also, Godrej South Africa Pty Ltd was acquired by Godrej Africa Holdings Limited from your Company on September 14, 2023, and accordingly it became our indirect subsidiary. However, it may be noted that these Companies continue to remain the Wholly Owned Subsidiaries of Godrej Consumer Products Limited.

The Company has incorporated Godrej Consumer Supplies Limited as a wholly owned subsidiary in India on December 15, 2023.

A. Report on the Performance of Subsidiaries and Associates

The details of the cluster-wise performance are given below:

^[6] <https://godrejcp.com/sustainability/codes-and-policies>

Indonesia

In the fiscal year 2023-24, our Indonesia business demonstrated robust performance, achieving a 14% growth in topline. HIT delivered remarkable growth, particularly in the Aerosol and Electrics segment, as we continue to upgrade consumers from burning formats. Air fresheners had a muted performance driven by the category slowdown. Our hair colour segment delivered strong growth with localization of hair colour factory to enhance supply chain efficiencies, reflecting our strategic bet in this category. We continued to strengthen the fundamentals for the future, by doubling down on growth through strong distribution expansion in our General Trade business. Furthermore, we enhanced our in-store execution in modern trade by leveraging our data and analytics capabilities. Controllable Cost savings remained a key focus to support our growth initiatives and bolster profitability. Looking ahead, we remain committed to driving category development through breakthrough innovation, robust brand building, and strengthening our go-to-market strategy.

Africa, the Middle East, and the USA

Our business clusters in Africa, the Middle East, and the US experienced a varied year amidst a challenging macroeconomic landscape. While the EBITDA of the business improved by 330 bps, the net sales declined by 7% in ₹ terms over last year. This was primarily driven by steep currency devaluation in Nigeria and our divestment in the East Africa business. In local currency, the net sales have grown by 16% over the last year. Despite facing significant challenges, our rigorous cost optimization initiatives and timely price adjustments contributed to a notable improvement in EBITDA. We focused on strengthening the fundamentals for the future. We have significantly accelerated our GTM expansion and have implemented outsourced distribution in West Africa. We witnessed continued momentum on braid premiumisation in South Africa. Going forward, our focus would be to continue improving margins while delivering sales growth by driving operational excellence, strengthening our portfolio, investing in the consumer, and accelerating Wet Hair/ FMCG growth.

Latin America

In the face of currency devaluation and heightened inflation following governmental changes, our Latin America division stayed the course. Our net sales saw a modest 3% growth in Indian Rupees (INR), while EBITDA saw an 80% decline due to forex impacts in Argentina. Meanwhile, our Chilean operations experienced a notable rebound, with net sales growing by 20% in local currency (24% in INR). This recovery was complemented with a positive EBITDA, driven by cost-saving measures. Looking ahead, our strategic vision involves restoring growth momentum in both Argentina and Chile by emphasizing profitable expansion strategies and optimizing working capital management.

B. Policy on Material Subsidiaries

In compliance with the Listing Regulations, the Board has adopted a policy for determining material subsidiaries. This policy is available on the company website and can be accessed through the following link ^[7].

C. Financial Performance

A statement containing the salient features of the financial

^[7] <https://godrejcp.com/sustainability/codes-and-policies>

statements of subsidiary/ies of the Company in the prescribed Form AOC-1, is a part of consolidated financial statements (CFSs) in compliance with Section 129(3) and other applicable provisions, if any, of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014. Your Company does not have any joint venture/ associate Company requiring disclosure in Form AOC-1.

The said form also highlights the financial performance of each of the subsidiaries included in the CFS of the Company pursuant to Rule 8(1) of the Companies (Accounts) Rules, 2014.

8. Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013

Your Company has complied with the provisions relating to the constitution of the Internal Committee in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013, to consider and resolve all sexual harassment complaints reported by women. During the year, awareness regarding sexual harassment among employees was created

through emails, e-learning modules and in-person workshops for all categories of workforce. There were zero complaints reported during the calendar year 2023, while 2 investigations were carried forward from 2022 into 2023 and accordingly, the committee has filed the complaint report with the concerned authorities in accordance with Section 22 of the aforementioned Act.

9. Talent Management and Succession Planning

Your Company has the talent management process in place with the objective of developing a robust talent pipeline for the organisation, which includes the senior leadership team. We have a comprehensive talent management process, where we identify critical positions and assess the succession coverage for them annually. During this process, we also review the supply of talent, identify high potential employees, and plan talent actions to meet the organisation's talent objectives. We continue to deploy leadership development initiatives to build succession for key roles.

10. Annual Return

In compliance with the provisions Section 134(3)(a)

of the Companies Act, 2013, the Annual Return as per Section 92(3) of the Companies Act, 2013, is available on the Company website, which can be accessed through the following link ^[8].

11. Risk Management

Your Company has a well-defined process in place to ensure appropriate identification and mitigation of risks. The Risk Management Committee of the Company has been entrusted by the Board with the responsibility of identification and mitigation plans for the 'Risks that Matter'.

Elements of risks to the Company are listed in the Management Discussion and Analysis section of the Annual and Integrated Report.

12. Vigil Mechanism

Your Company has adopted a Whistle Blower Policy as a part of its vigil mechanism.

The purpose of the policy is to enable any person (employees, customers, or vendors) to raise concerns regarding unacceptable improper practices and/or any unethical practices in the organisation without the knowledge of the management. All employees shall be protected from any adverse action for reporting

^[8] <https://www.godrejcp.com/investors/annual-reports>

any unacceptable or improper practice and/or any unethical practice, fraud, or violation of any law, rule, or regulation. This policy is also applicable to the directors of the Company.

Mr. V Swaminathan, Head Corporate Audit and Assurance, has been appointed as the Whistle Blowing Officer, and his contact details have been mentioned in the policy. Furthermore, employees are free to communicate their complaints directly to the Chairman/Member of the Audit Committee, or through other reporting channels as stated in the policy. The policy is available on the internal employee portal, and the Company website and can be accessed through the following link^[9]. The Audit Committee reviews reports made under this policy and implements corrective actions, wherever necessary.

13. Family Settlement Agreement between the Promoters

The Company has been informed by way of a family letter dated April 30, 2024 issued jointly by Mr. Adi Godrej (ABG), Mr. Nadir Godrej (NBG), Mrs. Smita Godrej Crishna (SGC) and Mr. Jamshyd Godrej (JNG) that the Godrej family members have entered into a family settlement agreement and a brand & non compete agreement on April 30, 2024.

The Company is not a party to these agreements.

The settlement contemplates a realignment of *inter alia* the shareholding of Godrej Industries Limited and Godrej Seeds & Genetics Limited, which are shareholders of the Company, subject to applicable regulatory approvals. Pursuant to the realignment, the management and control of the Company will continue with the ABG / NBG family, and the JNG / SGC family will not be involved in the management and operations of the Company.

Currently, there are no members of the JNG / SGC Family who are directors on the board of directors of the Company.

14. Annexures

A. Disclosure on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings, and Outgo

Annexure 'D' of this report provides information on the conservation of energy, technology absorption, foreign exchange earnings, and outgo required under Section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, which forms a part of the Board's Report.

B. Corporate Social Responsibility

The corporate social responsibility (CSR) Policy is available on the Company website under the following link^[10]. The CSR Report, along with details of CSR projects, are provided in **Annexure 'E'** of this report.

C. Employee Stock Option Scheme

The Company has a stock option scheme named as 'Employee Stock Grant Scheme, 2011'. The number and the resulting value of stock grants to be given to eligible employees are decided by the Nomination and Remuneration Committee, which are based on the closing market price on the date of the grants.

The vesting period, exercise period and the other terms of vesting, if any, are also decided by the Nomination and Remuneration Committee. Upon vesting, the eligible employee can exercise the grants and acquire equivalent shares of the face value of ₹ 1 per share.

The difference between the market price at the time of grants and that on the date of exercise is the gross gain/loss to the employee. The details of the grants allotted under the Godrej Consumer Products

^[9] & ^[10] <https://godrejcp.com/sustainability/codes-and-policies>

Limited Employee Stock Grant Scheme, 2011 and the disclosures in compliance with Share Based Employee Benefits (SEBI) Regulations, 2014 and Section 62 1 (b) read with Rule 12 (9) of the Companies (Share Capital and Debentures) Rules, 2014 are set out in **Annexure 'F'**.

Your Company has not given a loan to any person under any scheme for or in connection with the subscription or purchase of shares in the Company or the holding company. Hence, there are no disclosures on voting rights not directly exercised by the employees.

15. Listing

The shares of your Company are listed on the BSE Limited and National Stock Exchange of India Limited. The applicable annual listing fees have been paid to the stock exchanges before the due dates. Your Company is also listed on the Futures and Options Segment of the National Stock Exchange of India.

16. Business Responsibility and Sustainability Report

Pursuant to Regulation 34 of the Listing Regulations, the Business Responsibility and Sustainability Report highlighting the initiatives

taken by the Company in the areas of environment, social, economics, and governance is included in the Annual and Integrated Report. The same is also available on the website of the Company and can be accessed through the following link ^[11].

17. Auditor's and Auditors' Report

A. Statutory Auditors

In accordance with Section 139 of the Companies Act, 2013 and the rules made thereunder, M/s. B S R & Co., LLP, Chartered Accountants (Firm Regn. No. 101248W/W-100022) have been appointed as the statutory auditor for a second term of five years to hold the office from the conclusion of the 22nd AGM held on August 03, 2022, until the conclusion of the 27th AGM in the year 2027 at a remuneration as may be approved by the Board.

B. Cost Auditors

The Company is maintaining requisite cost records for its applicable products. Pursuant to directions from the Department of Company Affairs, M/s. P. M. Nanabhoy and Co., Cost Accountants, were appointed as cost auditors for the applicable products of the Company for the fiscal year 2023-24. They are required to submit

the report to the Central Government within 180 days of the end of the accounting year.

C. Secretarial Auditors

The Board had appointed M/s. A. N. Ramani & Co. LLP, Company Secretaries, Practising Company Secretary, to conduct a secretarial audit for the fiscal year 2023-24. The Secretarial Audit Report for the fiscal year that ended on March 31, 2024, is attached herewith as **Annexure 'G'**. The Secretarial Audit Report does not contain any qualification, reservation, or adverse remark.

18. Corporate Governance

Pursuant to the Listing Regulations, the Report on Corporate Governance is included in the Annual and Integrated Report. The Practising Company Secretary's Certificate certifying the company's compliance with the requirements of corporate governance, in terms of the Listing Regulations, is attached as **Annexure 'H'**.

19. Management Discussion and Analysis

Management Discussion and Analysis as stipulated under the Listing Regulations is presented in a separate section forming a part of this Annual and Integrated Report.

^[11] <https://godrejcp.com/investors/annual-reports>

The details pertaining to the internal financial control and its adequacy are also a part of the Annual and Integrated Report.

20. Confirmations

- a. Your Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.
- b. There have been no material changes and commitments affecting the financial position of the Company that have occurred between March 31, 2024, and the date of this Board's Report.
- c. There have been no instances of fraud reported by the auditors under Section 143 (12) of the Companies Act, 2013, and the rules framed thereunder, either to the Company or to the Central Government.
- d. The Company has not accepted any deposits from the public, and as such, no amount on the account of principal or interest on deposits from the public was outstanding as on the date of the balance sheet.
- e. During the financial year 2023-24, there were no significant and material orders passed by the regulators or courts or tribunals that can adversely impact the going concern status of the Company and its operations in the future.

- f. During the year under review, no amount was transferred to any of the reserves by the Company.

21. Appreciation

Your Directors wish to extend their sincere thanks to the employees of the Company, central and state governments, as well as government agencies, banks, customers, shareholders, vendors, and other related organisations that have helped in your Company's progress, as partners, through their continued support and co-operation.

For and on behalf of the
Board of Directors

Nisaba Godrej
Executive Chairperson

Mumbai, May 6, 2024

ANNEXURE 'A'

BOARD DIVERSITY POLICY

The case for boardroom diversity has never been stronger. In today's rapidly evolving business environment, we recognise the power of leveraging diverse perspectives, skills, and experiences to stay competitive. At Godrej Consumer Products, we seek board members with diverse backgrounds and viewpoints, who can provide a wide array of insights and ideas. The advantages of a diverse board extend beyond a social factor to encompass better financial performance, decision-making, innovation, and adaptability to changing market conditions.

Objective

The Board Diversity policy aims to create an environment that values and fosters inclusiveness, embraces a broad spectrum of talent, and champions a culture of meritocracy. The policy strives to ensure that its Board reflects diversity in its broadest sense including but not limited to, business experience, geography, age, gender, nationality, ethnicity, and race. By doing so, we aim to contribute to the Company's competitive advantage, stakeholder engagement, and overall business performance.

Scope and Applicability

This policy only applies to the Board of Directors of Godrej Consumer Products. It is crafted in line with Godrej Consumer Products' Code of Conduct and GCPL Human Right policy, which is committed to inclusion and diversity.

Policy Statement

We recognise and embrace the benefits of having a diverse Board and see increasing diversity at Board level as an essential element in maintaining a competitive advantage. Being a global company, we acknowledge to have diversity of thought and nationality to be able to best serve the consumers in regions where we operate. We aspire to maintain a balance with reference to:

- Membership of the Board includes a diverse mixture of skills, professional & industry backgrounds, geographical experience & expertise, gender, tenure, nationality, ethnicity, race, and diversity of thought.
- Board will include and make good use of the differences in the competency of skills, capabilities, knowledge, industry experience, background, race, gender, nationality and other qualities of the individual members as a whole.
- Board will have diversity in thought and nationality to best represent the consumers served in emerging markets globally.
- Board will have a range of views, thoughts, insights, perspectives, and opinions to improve its decision-making and benefit the Company's stakeholders.

Diversity Objectives

Our commitment and target is to have at least one woman director on the Board as per the SEBI

(Listing Obligations and Disclosure Requirements) Regulations 2015.

However, our aspiration is to ensure that no more than 50% of any one gender is represented on the Board. We recognise that Board composition may result in temporary periods when we are not able to achieve this balance.

Monitoring & Reporting

The Nomination and Remuneration Committee is responsible for ensuring that the Board has the right balance of skills, experience, and knowledge and, in accordance with its terms of reference, shall:

- Periodically review Board composition, succession planning, talent development and the broader aspects of diversity.
- Identify/evaluate candidates for appointment to the Board on merit against the Board Diversity policy objective and have diverse skills, experience, background, and expertise of current members of the Board.
- Report in the Corporate Governance section of the Annual Report on the implementation of the Board Diversity Policy and other regulatory and statutory requirements.

Review

The Nomination and Remuneration Committee will review the policy periodically keeping in view the statutory requirement and need of the organisation and recommend

the same to the Board for their approval.

ANNEXURE 'B'

GCPL TOTAL REWARDS POLICY

At GCPL (Godrej Consumer Products Limited), the Total Rewards Framework is designed to encompass a comprehensive approach to employee compensation and well-being. It incorporates various elements to create a comprehensive rewards package that considers both financial and non-financial aspects. The framework encompasses fixed and variable compensation, including salary and incentives, as well as long-term incentives to promote employee engagement and long-term commitment. In addition to monetary rewards, benefits and perquisites are provided to enhance employee satisfaction and well-being. Furthermore, the framework also emphasizes non-compensation elements such as career development opportunities, work-life balance initiatives, and recognition programs, ensuring a well-rounded approach to employee rewards. By adopting this Total Rewards Framework, GCPL aims to provide a comprehensive package that supports employee growth, motivation, and overall satisfaction.

Highlights

The rewards framework implemented at GCPL provides employees with the flexibility to personalize various elements based on their specific needs. This framework is seamlessly integrated with GCPL's performance and talent management processes,

ensuring that rewards are closely aligned with individual performance and contributions. A key focus of the framework is to deliver sharply differentiated rewards for our high-performing talent, recognizing their exceptional achievements and potential. Additionally, when determining total compensation, GCPL considers three significant factors: Position, Performance, and Potential. Specifically, for employees with high potential, GCPL aims to provide total compensation that exceeds the 75th percentile of the market, reflecting our commitment to attract and retain top talent. Through this approach, GCPL aims to create a culture of excellence and ensure that our employees are rewarded appropriately for their contributions and growth.

Total Cash Compensation

The total cash compensation includes all forms of direct monetary compensation that an employee receives, such as base salary, bonuses, incentives, and allowances, excluding non-cash benefits or perks. It has following two components:

(a) Fixed Compensation: comprising both "Fixed Compensation" and "Flexible Compensation." The Fixed Compensation encompasses basic salary, House Rent Allowance (HRA), and retirement benefits, including the provident fund and gratuity. On the other hand, the Flexible Compensation is a predetermined portion of

the overall compensation that employees can allocate to different components based on their grade eligibility. At the beginning of each fiscal year, employees have the flexibility to distribute this amount among various options according to their individual needs and preferences.

(b) Variable Compensation (Performance-Linked Variable Remuneration): comprising employee rewards for delivering superior business results and individual performance. It is designed to provide a significant upside earning potential for overachieving business results. It has a 'Collective' component, linked to the achievement of specified business results, relative to the target set for a given fiscal year, and an 'Individual' component, based on an employee's performance, as measured by the performance management process.

It also includes **Employee Stock Grant Scheme**. This scheme is applicable to GLF (Godrej Leadership Forum) members, under this scheme stock options are granted annually at face value to vest over multi-years. The value of the stock grant is proposed by the management and approved by the Nomination and Remuneration Committee. This component comprises of 15 to 20% of the CTC of our leadership team.

Long-Term Incentive plans: LTI (Long Term Incentives) at Godrej strive to drive a culture of ownership and focus on long term result, it also has element of retention. In 2022, we introduced a long-term incentive plan that is linked to sustained business success over a four-year plan period based on metrics of market capitalisation and profit after taxes. This plan is applicable to the top leadership of GCPL. The payout under this plan is calculated at the end of the four-year period based on the business performance achieved during that time. To ensure the continuity of business success, half of the payout is deferred and paid out in the fifth year. This approach incentivises the top leadership to focus on the long-term growth and profitability of the company, driving sustainable value for all our stakeholders.

CEO Compensation

Our compensation philosophy is strategically designed to align a sizeable portion of our CEO's compensation with the attainment of business performance objectives and the best interests of our shareholders. This approach cultivates a culture of responsibility and fosters long-term value creation for all stakeholders. Our compensation philosophy seeks to achieve a harmonious equilibrium by rewarding the CEO for their exceptional leadership and accomplishments while also ensuring that their interests are closely

aligned with our enduring business goals. It has the following three components:

(a) Fixed Compensation: Fixed compensation encompasses base pay, allowances, perks, and benefits. It includes a fixed salary, guaranteed payouts, and annual increments linked to the business performance. This component ensures that our CEO receives a competitive and stable remuneration package that reflects their skills, experience, and performance.

(b) Variable Compensation: Variable pay is directly tied to a combination of the company's overall business performance and the CEO's individual performance. The performance

measures are calculated based on three predefined financial and relative financial metrics – Underlying Volume Growth, Reduction in Inventory & Account Receivables, and EBITDA & Working Media Growth. These financial and Operating metrics are set internally by the Management Committee and the Board of Directors.

This includes **Stock Option** Grants to incorporate external market performance measures. These options vests over multi-year periods aligning the CEO's interests with the long-term success of the company. The stock options represent a sizable portion of his total compensation, demonstrating a substantial

commitment to the company's success and strengthens the alignment between the CEO's performance and shareholder value.

(c) Long Term Incentives:

A significant portion of the CEO compensation is tied to a long-term outlook and performance of the business which entails performance linked stock grant vesting and a component of cash payout on the achievement of a CAGR on market capitalization over a six year timeframe. The threshold for the plan is an achievement of target revenue CAGR growth, PAT CAGR growth and relative performance to BSE FMCG index.

ANNEXURE 'C'

INFORMATION PURSUANT TO SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the fiscal year 2023-24; the percentage increase/decrease in the remuneration of each Director, Chief Financial Officer, and Company Secretary during the fiscal year 2023-24:

A. Whole-Time Directors, Chief Financial Officer, and Company Secretary

Sr. No.	Name of the KMP	Designation	Percent Increase/ (Decrease) In Remuneration in the Fiscal Year 2023-24	Ratio of Median Remuneration of Each Director to the Median Remuneration Paid/Payable to all Employees for the Fiscal Year 2023-24
1	Nisaba Godrej	Executive Chairperson	(1.57%)	126.96
2	Sudhir Sitapati	Managing Director & CEO	31.81%	362.25
3	Sameer Shah*	Chief Financial Officer	Not Applicable	Not Applicable
4	Aasif Malbari#	Chief Financial Officer	Not Applicable	Not Applicable
5	Rahul Botadara	Company Secretary & Compliance Officer	0.75%	Not Applicable

*Mr. Sameer Shah has resigned as Chief Financial Officer w.e.f. August 10, 2023.

#Mr. Aasif Malbari has been appointed as Chief Financial Officer w.e.f. August 10, 2023. Accordingly, Percent increase/decrease in remuneration is not applicable to them.

Sr. No.	Name of Director	Percent Increase/(Decrease) in Remuneration in the Fiscal Year 2023-24	Ratio of Remuneration of Each Director to the Median Remuneration Paid/Payable to all Employees for the Fiscal Year 2023-24
1	Jamshyd Godrej*	-	3.67
2	Nadir Godrej	-	5.41
3	Tanya Dubash	-	5.14
4	Pirojsha Godrej	-	5.26
5	Narendra Ambwani*	-	5.41
6	Pippa Armerding	-	8.08
7	Omkar Goswami	-	7.89
8	Ndidi Nwuneli*	-	8.30
9	Ireena Vittal	-	7.92
10	Shalini Puchalapalli*	Not Applicable	2.93
11	Sumeet Narang*	Not Applicable	-

*Mr. Sumeet Narang has voluntarily waived the remuneration receivable from the Company.

*Mr. Jamshyd Godrej has resigned w.e.f. January 24, 2024.

*Mr. Narendra Ambwani's term as an Independent Director ended on November 14, 2023.

*Ms. Shalini Puchalapalli was appointed on the Board as an Independent Director w.e.f. November 14, 2023.

*Ms. Ndidi Nwuneli has resigned as an Independent Director w.e.f. May 1, 2024.

Note:

- (i) The median remuneration of all the employees of the Company for the fiscal year 2023-24: ₹ 5.25 lakhs
- (ii) The percentage increase in the median remuneration of employees in the fiscal year 2023-24: 13.39%
- (iii) The number of permanent employees on the payrolls of the Company as on March 31, 2024: 2702
- (iv) The average percentile increases already made in the salaries of the employees, other than the Managerial Personnel, in the last fiscal year and its comparison with

the percentile increase in the managerial remuneration and justification thereof:
Total managerial remuneration comprises the remuneration of the Whole-Time Directors and commission paid to Non-Executive Directors. The Whole-Time Directors' remuneration is as per the resolution approved by the shareholders and will not exceed 10% of the company's net profits as permitted by the Companies Act, 2013. The Non-Executive Directors are also eligible for a sitting fee of ₹ 1 lakh per Board meeting attended and ₹ 20,000 per committee meeting attended. The shareholders, at the AGM held on July 30, 2018,

authorised the payment of commissions on profits to the Non-Executive Directors at the rate not exceeding 1% of net profits of the Company with authority to the Board to determine the manner and proportion in which the amount be distributed among the Non-Executive Directors. The Board has authorised a base commission of ₹ 20 lakhs per annum to each Non-Executive Director. All the Independent Directors are paid an additional commission linked to their attendance at various committee meetings and Independent Directors' meetings. There is no change in the base amount of the commission on profits or sitting fees payable to

Non-Executive Directors for attending meetings of the Board/Committee thereof. The percent change in remuneration represents a change in the pay-out based on actual attendance at meetings of the Board or Committee thereof for each of the Non-Executive Directors, compared with that in the previous year.

The average change in the salary of employees other than the Managerial Personnel is an increase of 30.02%, whereas that in the salary of the Managerial Personnel is an increase of 7.57%.

- (v) The remuneration is as per the Remuneration Policy of the Company.

ANNEXURE 'D'
INFORMATION PURSUANT TO SECTION 134 (3) (M) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014, WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS, AND OUTGO

In line with GCPL's ambitious ESG goals, we're committed to growing our business while minimizing our environmental footprint and maximizing our positive social impact. At GCPL, sustainability isn't just a buzzword—it's at the heart of everything we do.

We place the highest priority on ensuring environmentally friendly practices across all our factories. Over the past year, we have invested approximately ₹652.47 lakhs across our manufacturing sites to enhance energy efficiency and reduce water

consumption. These strategic investments have yielded impressive results:

- **Energy Efficiency:** We've reduced our specific energy consumption by 35% compared to the FY 2011 baseline.
- **Water Conservation:** In 2024 we have achieved 39% reduction in our water intensity from FY 2011, and we have conserved 9.20 million m3 water making GCPL 15x water positive.
- **Renewable Energy:** 27% of GCPL's energy is from renewable sources as of FY 2024.

These achievements reflect our unwavering dedication to sustainability and our commitment to creating a brighter, greener future. At GCPL, we're not just meeting targets—we're setting new standards for sustainable growth.

Our Environment Performance:

	FY 24	FY 23	% Change
Total Energy [MJ]/[t]	2367	2558	-7%
Specific Water by Product [m ³ /t]	1.29	1.49	-13%

To reduce our energy footprint, we have focused primarily on process optimization, the use of energy-efficient equipment, and cutting-edge technology. We are also dedicated to increasing our use of renewable energy, implementing stringent monitoring, and ensuring swift mitigation of any issues. Some of the noteworthy projects undertaken across our manufacturing sites include:

Process and Load Optimization

North East	North	South	Central
Reduction of Shrink Wrap Machine load <ul style="list-style-type: none"> Reduction in number of heater Reduction in blower flow rate 	Provision of dedicated Brine chillers for soap line stampers	GK Flash RHA (Ring Heater Assembly) Temperature testing operation elimination	Evaporative condenser in chilling unit in Line 3 & 4
Change in Line Layout of Refill Section	Reduction in TRM (Tripple Role Mill) motor size	GK Flash Device soldering operation elimination	Replacing 2 inch transfer line by 3 inch resulted in saving in power consumption
Reduction in Refill section batch time	Reduction in UB cutter motor size	Domestic line bottle & cap conveyer induction motor is eliminated by introducing vibrator	
Reduction in Connected load through load optimization	Elimination of cold well pump in water chiller		
Increase in EPHC batch size from 500kg to 700kg	Reduction in conveyors motors from 2 hp to 0.5 hp		
Replacement of double acting Lift hydraulic power pack with single acting power pack	HPSEB (Himachal Pradesh State Electricity Board) CD (contract demand) reduction 400kva to 250kva.		
Twist manufacturing <ul style="list-style-type: none"> Reduction in vessel heater capacity from 18KW to 13.5KW Increase in Twist Filling Hopper size from 110kg to 180kg (elimination of buffer tank of Twist Bulk) 	Reduction of soap line hopper and extruder motor size from 7.5HP motor to 5HP. Reduction of soap line extruder motor size from 30 HP to 25HP		
Replacement of 600 KVA DG with 250 KVA DG			
Air pressure reduction from 7.5 bar to 6.5 bar			

Use of Energy Efficient Equipment and Technology

North East	North	South	Central
Installation of Air Pre-heater in HWG in coil 8 unit	Installation of two HVLS (High-Volume, Low Speed) fans in place of 25 wall mounted industrial fans.	Installation of Unigas Burner system for air heater	Installation energy efficient Vacuum Pump
Replacement of conventional light to automatic light-based system	Reduction in lighting load in RM/PM by installing flood light.	Installation of dehumidifier System on the drier conveyor for coil drying	Installation of evaporative condenser in chilling unit in Line 3 & 4
Ceiling and Exhaust Fan replacement with energy efficient BLDC (brushless direct current) fan	Replacement of water chiller in soap plant at all the three lines with energy efficient chilling system.	Installation of 3 Phase power factor controller	Installation of solar streetlights

Replacement of pneumatic system by mechanical push system for bottle feeder	Replacement of compressed worm with linear worm at all the three lines.	Installation of energy efficient motor IE4 in place of IE2 motors	Installation of LED light by replacing HPSV lamp
Providing auto stop of Turn Table	Replacement of USN 3 stamper with IMSA at Line 3	Reduction in lighting load installing low wattage LED light in Admin area	Installation of energy efficient CSP plants
Auto on /off for exhaust fans	Installation of 15 KW VFD by replacing 18.5 KW compressor. VFD installation for RC Fans. Insulation for RC Fans.	Ceiling and Exhaust Fan replacement with energy efficient BLDC (brushless direct current) fan	Installation of Auto temp heating in RO section
	Replacement of ordinary motor with energy efficient motor.		

Renewable Energy

North East	North	South	Central
-	-	Installation of Roof top Solar panel in Coil 9 and Coil 6 unit with the capacity of 115 and 315 kWp	Proposed Cogeneration installation is in progress, which will give results from FY 24-25

To reduce our water consumption, we are focusing on the 3R methodology: Reduce, Recycle, Reuse

Some of the noteworthy projects undertaken across our manufacturing sites include:

Cluster	Reduce	Reuse	Recycle
North East	<ul style="list-style-type: none"> Installation of water efficient taps in toilet/urinal/canteen areas 		
North	<ul style="list-style-type: none"> Reduction in water holding capacity of Hot/ Cold well of chillers. Replacement of water cooled air compressor with VSD (Variable speed drive air cooled) compressor Identification & elimination of leakages from fire hydrant line 	<ul style="list-style-type: none"> Installation of rainwater collection & utilization system 	
South	<ul style="list-style-type: none"> Water management using level sensors in water storage tanks Installation of sensor-based water taps in all the washrooms and Canteen areas 	<ul style="list-style-type: none"> Installation of Rainwater harvesting system of 1 lakh liter capacity in CONSO unit Installation of system to reuse Cooling water for process which is a byproduct in the DH system 	<ul style="list-style-type: none"> Use of STP treated water for toilet flushing and gardening purposes
Central		<ul style="list-style-type: none"> Installation of Rainwater harvesting system 15 lakh litre 	

Awards & Appreciation

We have won awards from national and state level authorities for our exceptional work in sustainability and environment protection. Some of the note worthy accreditation received by our manufacturing sites are:

North East	North	South	Central
<ul style="list-style-type: none"> CII award on best Practices on "Contractor safety Management" by Sikkim Unit. NCQC- 4 teams won Par Excellence and 1 team won Excellence award. 5th ICC OHS Awards 2023. FMCG Large sector - Sikkim Unit got Gold Winner, Lokhra II got Silver. FMCG SME sector - Kalapahar AER got Gold Winner, Meghalaya Coil got Gold Runners up. GILAC Safety Awards -Best location for celebrating National Road Safety Award 2023. NSCI Safety awards 2023 (Manufacturing sectors)- Awards yet to be received but results are out with five factories selected consecutively in 2 years. Gold award -TQM summit organized by QCFI. 	<ul style="list-style-type: none"> 2 Gold awards in 5th ICC Occupational Health & Safety Awards. 2 awards at CII in National Poka Yoke competition. 1 award at CII in National JH competition. 9 Par-Excellence & 1 Excellence award in NCQC 	<ul style="list-style-type: none"> WSO Safety Gold Award was won by MMN team. Got the Gold Award in QCFI SHE competition by CONSO and MMN Unit 	<ul style="list-style-type: none"> NCQC awards- 12 numbers (11 par excellence & 1 excellence) Platinum SEEM National Energy Award 2023 for energy efficiency usage. Indian National Suggestion Schemes' Association (INSSAN) – 20 numbers Level 1 5S Workplace Management System certification from QCFI, India.

Technology absorption:

In line with our Company vision of "Bringing the goodness of health & beauty to consumers in an emerging market" we continue to develop & launch innovative products in our core markets. Our Research & Development function has undertaken multiple launches in the

fiscal year 2023-2024:

- 1) Aer-O
- 2) Renofluthrin 0.025 % coil
- 3) Goodknight Agarbatti
- 4) HIT Mini Spray
- 5) Goodknight Mini LV

- 6) Godrej FAB laundry detergent
- 7) Godrej Expert Rich Crème mini pack
- 8) Shampoo Hair Colour (Latam)
- 9) African Pride Feel it Formula Range
- 10) Relaunch HIT Aerosol in Indonesia

Our focus on addressing gaps in the consumer market has driven these innovations. Safety, efficacy, cost, and quality parameters are of paramount importance and form the core of our product innovation process.

This philosophy has helped GCPL populate a robust pipeline of strategic innovations for the coming few years.

Some of the important initiatives that were being driven at R&D were:

R&D product categories initiated by the Company

- 1) Deodorants and sexual wellness which includes Park Avenue and Kama Sutra
- 2) Developing value-added liquid detergents
- 3) Renovation & innovation of hair colours
- 4) Innovation in the HI category
- 5) Expanding the Godrej Professional Colour and Care Portfolio with new products
- 6) New premium Car & Home fragrances across geographies

Benefits derived from the above R&D efforts:

Over the current fiscal year, R&D-driven innovations have led to significant market disruptions, resulting in the creation and launch of consumer-centric products. The division has spearheaded the hyper-

agile development and launch of India's first and only government-registered incense stick, Aer-O car fragrances, and a value-added laundry detergent in record time. This has proven yet again the ability of R&D to create disruptive products that address current consumer and market needs.

We have actively enhanced our understanding of product formats and new technologies. As a result, the company has filed several patents in India and abroad. R&D has also actively driven cost optimisation initiatives over the current fiscal year, leading to significant cost savings that lead to the improvement of product margins.

Sustainability

GCPL continued its commitment to plastic waste reduction and efforts to create greener products. We have launched a reconstituted floor cleaner that reduces plastic consumption by 90% as compared to conventional products. We are committed to improving recyclability, use of PCR materials and reducing the plastic intensity. Significant progress has been made in incorporating recycled plastic material in our core brands Goodknight and Ezee.

Progress on capability building:

Capability-building initiatives in the form of both online and offline training, improvement of lab infrastructure and regular collaboration and interaction with

our partners have enhanced the skill development of the function. Special focus was given to consumer immersion for the R&D team for enhanced consumer connection for a deeper understanding of the needs and experience of FMCG products. We believe consumer-focused, disruptive innovations supported by regular upskilling will continue to create value and delight consumers globally in the new fiscal year.

Plan of Action:

R&D will continue to play a key role in the product development and launch of both international and domestic products by:

- 1) Focusing on "blue sky thinking" and first-of-its-kind innovations and technologies
- 2) Collaborating internally and externally to fuel open innovation
- 3) Enhancing the deodorants and sexual wellness portfolio
- 4) Innovations in Home & Personal Care
- 5) Identifying gaps in the consumer market and developing relevant products both for India and the International market
- 6) Ensuring the development of sustainable products and packaging
- 7) Capability building

Expenditure on R&D

	(₹ Crore)	
	Fiscal Year 2023-24	Fiscal Year 2022-23
Capital	0.82	0.97
Recurring	25.29	21.20
Total	26.11	22.17
Total R&D expenditure as a percentage of total sales turnover	0.32%	0.29%

Foreign Exchange Earnings and Outgo

	(₹ Crore)	
	Fiscal Year 2023-24	Fiscal Year 2022-23
I. Foreign exchange used	532.22	618.92
II. Foreign exchange earned	546.65	292.18

ANNEXURE 'E'

CSR REPORT

A brief outline of the Company's CSR Policy, including an overview of projects or programmes proposed to be undertaken, with a URL to the CSR Policy and initiatives.

GCPL is committed to the Godrej Group's 'Good & Green' vision of creating a more inclusive and greener India. The GCPL CSR policy focuses on addressing the critical social, environmental, and economic needs of the marginalised and less privileged sections of society. We adopt an approach that integrates the solutions to these problems into the strategy of the Company to benefit communities at large and deliver social and environmental impact. The Company has framed a CSR Policy in compliance with the provisions of the Companies Act,

2013. The policy as well as projects and programmes under the CSR Policy are available on the Company website and can be accessed through the following link.^[12]

An overview of the projects or programmes undertaken during the fiscal year 2023-24 is given below. We have aligned our programmes to national priorities and missions, and they are categorised as follows.

A. Community Development

Godrej believes in people, planet, profit – meaning our focus is to improve and support people and communities, work towards sustainable environment and be a responsible company. As a part of our people focus, we work very closely with the communities around our operations. We understand that the need of every

community may be different based on a lot of factors; the focus is to drive interventions that are need based and through the participation of the people. Through our various community projects focused on access to WASH, education, health, disaster relief and entitlements, we have been able to reach over 7,000 people directly and indirectly.

WASH

This year we addressed the community need of deteriorating sanitation conditions in schools. Specifically, two toilets were constructed in a primary school in Sikkim, and one public toilet in Kattukupam, Pondicherry. These initiatives have significantly improved hygiene and sanitation for approximately 250 students and over 1,000 individuals, respectively.

^[12] <https://godrejcp.com/investors/annual-reports>

Furthermore, recognizing the challenge of accessing clean drinking water which has the presence of hard water in Malanpur, Madhya Pradesh. We set up a water purifier and water cooler to the Malanpur primary school, benefiting over 470 students and ensuring they have access to safe drinking water.

Enabling quality education

STEM labs were established in 40 schools spanning Pondicherry, Karaikal and Chennai, as part of an initiative aimed at promoting STEM education among students from low-income backgrounds. This endeavour has benefitted over 3,800 students. Furthermore, to ensure the sustainability of this effort, 36 teachers were provided with training. Consequently, more than 500 students have successfully developed science models, achieving significant learning improvement in STEM education.

Access to better health

Two fully equipped ambulances were provided to two Public Health Centres (PHCs) in rural Kamrup district, Assam, as part of an initiative aimed at ensuring timely medical support to the community. These ambulances have enabled efficient transportation and assistance for over 1,200 people residing in the vicinity of the PHCs, contributing significantly to healthcare accessibility and emergency response in the region.

Access to entitlements

The national and state governments have implemented several welfare

schemes aimed at supporting the most vulnerable segments of the population. However, many of the intended beneficiaries remain unaware of these schemes or lack knowledge about the process to access them. In response, we have collaborated with non-profit partners to raise awareness and facilitate access to these schemes among communities residing around our factories.

Initial awareness sessions have been conducted across four locations, reaching out to over 300 daily wage workers. These sessions serve as a vital step in ensuring that eligible individuals are informed about the available government welfare schemes and understand the procedures required to access them.

Disaster support

In response to the devastating Chennai floods this year, our organization swiftly mobilized support for disaster relief assistance to affected communities. We extended support to 600 families in Chennai, offering essential aid such as food, shelter, clothing, and other necessities during their time of need. This timely intervention aimed to alleviate the hardships faced by those impacted by the natural disaster and to provide them with much-needed relief and support as they worked to recover and rebuild their lives.

B. Employability and Livelihoods

At Godrej, we collaborate with non-profit organisations and social enterprises to

design and run several skilling programmes for youth from low-income sections of society. We aim to improve the earning potential of our trainees by building their skills and by empowering them. Apart from core domain skills, our programmes also focus on life skills training, entrepreneurship development, and post placement support.

As of March 2024, our organization has successfully trained more than 4,57,000 young individuals in skills aimed at enhancing their earning potential. Among our various projects, two notable initiatives are the Beauty-preneur (BP) and Home-preneur (HP) platforms, designed to empower nano and micro entrepreneurs within the beauty industry.

Under the Beauty-preneur project, we provide support to women micro entrepreneurs operating in the beauty and wellness sector across different regions of the country. This initiative focuses on guiding nano entrepreneurs to stabilize and expand their enterprises. Since the fiscal year 2016-17, we have extended assistance to over 10,201 women entrepreneurs. Moreover, in the fiscal year 2024, we welcomed 1,541 new entrepreneurs into our program, demonstrating the continuous growth and impact of our efforts.

In addition to our core support programs, we introduced short workshops tailored to address specific topics and services within the beauty and wellness domain. These workshops serve as an avenue for women interested in acquiring or enhancing their skills in these areas, particularly those who may not be able to commit to long-term training programs. Through these workshops, we have successfully reached and benefitted over 10,846 women, further expanding our reach and impact within the community.

C. Elimination of Vector-Borne Endemic Diseases

Project EMBED (Elimination of Vector-Borne Endemic Diseases) started in 2015 in Madhya Pradesh in partnership with the Ministry of Health & Family Welfare's National Centre for Vector Borne Diseases Control (erstwhile NVBDCP) focusing on malaria elimination in line with the Government of India's mission. Over the past 9 years, we extended our initiative to Madhya Pradesh, Uttar Pradesh, Chhattisgarh and in FY24 we scaled the program to Maharashtra. In FY 21, we extended our focus on dengue and chikungunya prevention in urban areas. We collaborate with NGOs and state governments to run intensive behaviour change programmes in regions with a high annual parasite index, where the case

burden is the highest. We work in each location for 3 years, spreading awareness among households and people at the bottom of the pyramid and vulnerable and marginalised groups.

Our urban dengue and chikungunya project in eleven cities focuses on increasing the awareness of urban poor communities regarding the spread of mosquito-borne diseases and educating them regarding how to keep their families and communities safe.

The project runs in Bhopal, Gwalior, Indore, Jabalpur in Madhya Pradesh and Lucknow, Kanpur, Agra, Meerut in Uttar Pradesh, Raipur in Chhattisgarh and Thane and Palghar in Maharashtra. It aims to reduce dengue and chikungunya cases and associated mortality. Our third project under EMBED focused on providing technical support to the Government of India, Government of Uttar Pradesh and Government of Maharashtra to help develop an integrated vector management protocol and support the roll out of the same in endemic states. In FY24, we organised one national level conclave in Delhi in partnership with National Center for Vector Borne Disease Control (NCVBDC).

In FY24, in addition to above we extended the program to include a Civic action model of equipping community citizens – women and youth

to take leadership in their communities for prevention of dengue. We ran awareness sessions for these select volunteers and equipped them with information on detection of larvae and working collaboratively with municipal corporation for prevention. We ran the program in 12 BMC wards of Mumbai (Maharashtra), Gwalior, Bhopal, Indore and Jabalpur (Madhya Pradesh), Lucknow, Kanpur, Agra, Meerut (Uttar Pradesh) and Raipur (Chhattisgarh).

- In our rural malaria project, we have seen an 80% reduction in cases in FY 24. Further treatment completion rate is up by 59% and testing has increased by 45%.
- Increase in fever testing up by 71% and there has been 65% reduction in Dengue cases in intervention geographies. This must be a large part been due to our successful integration with communities and cross linkages between different municipal departments.
- Finally, we partnered with the National Centre for Vector Borne Diseases Control (NCVBDC) to organise a national conclave on prevention and control of Dengue with a focus on inter-departmental

co-ordination and partners prioritizing urban dengue challenges. This was chaired by Additional Secretary and Mission Director- National Health Mission, Ministry of Health and Family Welfare. Partners included Jhpiego, WHO, GHS, PCI and PHFI.

The framework on Dengue and Chikanguniya created for this program has become the foundation for Gol and all endemic states to manage and control Dengue, Chikungunya and Zika type diseases.

Through the successful implementation of all three projects, by the fiscal year 2025-26, we aim to protect 30 million people against vector-borne diseases.

D. Waste Management

As a global FMCG player and responsible corporate citizen, GCPL is committed to reducing waste across all its plants, processes, products, and supply chain. To this end we have been sending zero waste to landfills from our manufacturing units for the last 5 financial years. Beyond addressing the waste from our manufacturing processes, GCPL recognises its responsibility to work with communities to manage waste. We do this not just by collecting back 100% of the plastic waste we generate

every year as per Indian EPR laws, but we go beyond and work with civic agencies, social enterprises, and citizens' groups to ensure that we work in partnership to increase reuse of material and recycle as much as possible.

To this end we are invested in helping communities around our offices and plant locations identify and mitigate their waste related issues through a variety of interventions by using circular economy principles.

Since the fiscal year 2020-21, we have partnered with the Puducherry Municipal Corporation to implement a community waste management project reaching out to over 200,000 people. We are digitally tracking the waste management process and raising awareness on door-to-door collection and source segregation. In FY 24 we have diverted over 1,000 MT of waste from landfills through clean-up drives and door to door collection. We have also set up a sanitation park which now processes 4TPD of waste. We provided 308 waste workers access to medical camps. Further, the implementation team has drafted a detailed project plan to the Govt. of Puducherry with an action plan for sustainable waste management solutions for the state. This DPR has become the basis for the new tender that was released this

year by the government to onboard a new concessionaire for waste collection and processing.

In September 2022, we initiated an end-to-end waste management project in the newly formed Malanpur Nagar Parishad, where one of GCPL's oldest and biggest factories is based. The 3-year project will operate in all 15 wards of the Nagar Parishad with the aim of sending zero waste to landfill and breaking even on the operational cost of solid waste management by year 3. In FY24, the project has diverted 946 MT of waste from landfills.

GCPL has initiated an integrated decentralised solid waste management system in Palashbari Municipal Board in Kamrup district of Assam in October 2022. Kamrup district currently houses several GCPL manufacturing units. The project will cover all 10 wards of the municipality as well as surrounding commercial zones that are open to partnering, to reach optimal capacity and break even from an operational cost perspective. In FY24, the project has diverted 2090 MT of waste from landfills.

Baddi in Solan district of Himachal Pradesh houses two GCPL factories. Kasauli is one of the well-known tourist destinations in Solan district and initiated a municipal waste management project to tackle the growing garbage

issue in the region which mars the natural beauty of the geography. In FY24, we engaged and trained 2010 households through door-to-door IEC. We also conducted several solid waste management workshops, clean up drives with community members, set up waste themed art installations to create interest in citizens and tourists, and worked with school children to build awareness about the issue. Through this project, we have been able to divert 625 kg of waste from landfill.

The state of Goa is one of the largest tourist hubs in the country and therefore needs to continually focus on waste management to ensure its natural beauty does not get negatively impacted. In FY23, GCPL in partnership with Goa State Pollution Control Board and Goa Waste Management Corporation, initiated a three-year waste management project with Bicholim and Sattari Municipal Councils. The project is being implemented by Mineral Foundation of Goa (MFG) in partnership with Sampurna Earth. This project caters to ~2.9 lakh people in the region. In FY24, the project has diverted 1449 MT of waste from landfill and has given 1131 waste workers access to social entitlements and medical camps.

In FY 24 we partnered with India Sanitation Coalition

– Federation of Indian Chamber of Commerce and Industry to initiate a program on plastic circular cities in Maharashtra. The aim of this project is to design a holistic waste management solution for six cities with 1 million+ population in Maharashtra through specially designed research to bring out the challenges, gaps, and solutions. IN FY24 we worked with the Urban Local Bodies of Nasik, Nagpur, Aurangabad, Pimpri-Chinchwad, Vasai-Virar and Mira-Bhayander to document their public waste management systems and identify opportunities to strengthen the existing processes.

E. Nature - Water conservation

Within our Good & Green framework, water positivity is an important component. This signifies our commitment to rejuvenating water resources in drought-prone regions. In FY18 we collaborated with the National Bank for Agriculture and Rural Development (NABARD), and selected a water stressed community in Siddipet, Telangana to initiate a watershed treatment initiative in partnership with a local non-profit organization.

This project, spanning ten villages, not only endeavours to rejuvenate and increase the local water table but also prioritizes community capacity-building to ensure the project's sustainability. In FY 24 we have

conserved 9.2 million cubic meters of water.

In FY18 we similarly undertook a watershed management program on Sustainable Agriculture Land Management aimed at improving agricultural practices and increase green cover, thereby ensuring carbon conservation in the soil. In the FY 24, our efforts extended support to over 17 farming families through the establishment of pandal-based vegetable cultivation. We have successfully concluded the watershed project by transferring its management to the Village Watershed Committee.

In FY 24 we initiated a water stress study in Malanpur, Madhya Pradesh to assess the ground water depletion and water quality in the region. In FY 25 we will pilot the recommendations from this study for a watershed management program in Malanpur.

F. Nature – Biodiversity

In 2024, our organization embarked on a Biodiversity Ecological Restoration initiative across the states of Maharashtra, Karnataka and Tamil Nadu. This project is centered on the ecological rehabilitation of three key regions: Sindhudurg in Maharashtra, Malendu in Karnataka, and Valparai in Tamil Nadu. The primary objective is

to restore the native habitats by reintroducing endangered plant species across more than 30 hectares of land. The selection of these plants is meticulously guided by comprehensive research on endangered native species.

Moreover, the project entails the establishment of nurseries to ensure the availability of these indigenous plants for future restoration efforts. A crucial aspect of our endeavour involves ongoing monitoring to track the growth and survival rates of the reintroduced flora, as well as to assess the resultant increase in local biodiversity, encompassing various species of plants, insects, and birds.

In the fiscal year 2024, the project was initiated in collaboration with a local partner possessing specialized expertise and extensive research experience in the targeted intervention area.

India. The GCPL CSR policy focuses on addressing the critical social, environmental, and economic needs of the marginalised and less privileged sections of society. We adopt an approach that integrates the solutions to these problems into the strategy of the Company to benefit communities at large and deliver social and environmental impacts. The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013. The policy as well as projects and programmes under the CSR Policy are available on the Company website and can be accessed through the following link.

ANNEXURE-II FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT FOR FINANCIAL YEAR COMMENCING ON OR AFTER 1ST DAY OF APRIL 2020

1. Brief outline on CSR Policy of the Company.

GCPL is committed to the Godrej Group's 'Good & Green' vision of creating a more inclusive and greener

2. Composition of CSR Committee:

Sr. No.	DIN	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	00591503	Nisaba Godrej	Executive Chairperson	2	2
2	00066195	Nadir Godrej	Non-Executive Director	2	2
3	00026028	Tanya Godrej	Non-Executive Director	2	1
4	00236658	Narendra Ambwani	Independent Director	2	2
5	09197063	Sudhir Sitapati	Managing Director & CEO	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

<https://www.godrejcp.com/sustainability/codes-and-policies>

<https://www.godrejcp.com/sustainability>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

No impact assessments were conducted as no projects qualified as per MCA guidelines.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be setoff for the financial year, if any (in ₹)
1	FY2022-23	NIL	NA

6. Average net profit of the Company as per section 135(5).

₹ 1727.36 Crore

7. (a) Two percent of average net profit of the Company as per section 135(5)

₹ 34.55 Crore

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.

NA

(c) Amount required to be set off for the financial year, if any

NA

(d) Total CSR obligation for the financial year (7a+7b+7c).

₹ 34.55 Crore

8. (a) CSR amount spent or unspent for the financial year:

Total amount spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount.	Date of transfer	Name of the Fund	Amount	Date of transfer
₹ 34.64 Crore	NIL	NA	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year:

(₹ Crore)

1	2	3	4	5	6	7	8	9	10	11		
Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location Of the project	Project duration	Amount allocated for the project	Amount spent in the current FY	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation (Direct) (Yes/No)	Mode of Implementation - Through Implementing Agency	CSR registration number	
				State	District					Name		
1	Salon-i	Schedule VII	No	GJ, MH, RJ, UP	Palanpur, Ahmedabad, Baroda, Surat	36	1.54	1.54	-	No	Saath Charitable Trust	CSR00000021
		(i) livelihood enhancement projects			Jaipur, Ajmer, Jodhpur, Udaipur, Banaras, Mumbai							
2	Salon-i	Schedule VII	No	UP, KA, TN		24	0.07	0.07	-	No	Vrutti	CSR00000538
		(ii) livelihood enhancement projects			Mandya, Mysore, Mangalore, Shimogga, Trichy							
3	Salon-i	Schedule VII	Yes	MH	Mumbai,	24	0.58	0.58	-	No	Save the Children India (Vipla Foundation)	CSR00000158
		(iii) livelihood enhancement projects										
4	Salon-i	Schedule VII	Yes	GJ	Kadi, Kalol	24	0.36	0.36	-	No	Friends of the Women World Banking	CSR00000871
		(iv) livelihood enhancement projects										
5	Salon-i	Schedule VII	Yes	Assam	Guwahati	24	0.44	0.44	-	No	Access Development	CSR00002703
		(v) livelihood enhancement projects										
6	Salon-i	Schedule VII	Yes	MH	Mumbai	24	0.20	0.20	-	No	Eklavya Foundation	CSR00013122
		(iv) livelihood enhancement projects										
7	Salon-i	Schedule VII	Yes	MH	Mumbai	14	0.02	0.02	-	Yes	Rural Shores	NA
		(vi) livelihood enhancement projects										

1	2	3	4	5	6	7	8	9	10	11	
Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location Of the project	Project duration	Amount allocated for the project	Amount spent in the current FY	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation (Direct) (Yes/No)	Mode of Implementation - Through Implementing Agency	CSR registration number
8	EMBED rural	Schedule VII (i) promoting preventive healthcare	No	UP, MP, CH, MH Shivpuri, Sheopur, Balaghat Bareilly, Badaun, Mirzapur, Sonbhadra Bastar, Kondagaon, Gadchiroli	36	6.03	6.03	-	No	Family Health India	CSR00001169
9	EMBED urban	Schedule VII (i) promoting preventive healthcare	No	UP, MP, CH, MH Gwalior, Bhopal, Indore, Jabalpur, Lucknow, Kanpur, Agra, Meerut, Palghar, Thane, Raipur	36	6.26	6.26	-	No	Family Health India	CSR00001169
10	EMBED -IVM	Schedule VII (i) promoting preventive healthcare	No	Delhi, UP, MH Delhi central, Lucknow, Pune	36	5.80	5.80	-	No	Centre for Health Research & Innovation	CSR00004757
11	EMBED - Civic action	Schedule VII (i) promoting preventive healthcare	Yes	MH Mumbai	24	0.47	0.47	-	No	Civis	CSR000020458
12	EMBED	Schedule VII (i) promoting preventive healthcare	No	MH Mumbai	24	0.54	0.54	--	Yes	Zéfmo	NA
13	Waste management	Schedule VII (iv) environment sustainability	Yes	MP Malanpur	36	0.79	0.79	-	No	Feedback Foundation	CSR00004049
14	Waste management	Schedule VII (iv) environment sustainability	Yes	Assam Paashbari	36	0.88	0.88	-	No	Feedback Foundation	CSR00004049
15	Waste management	Schedule VII (iv) environment sustainability	Yes	Goa North Goa	36	1.48	1.48	-	No	Mineral Foundation of Goa	CSR000033496
16	Waste management	Schedule VII (iv) environment sustainability	Yes	Assam North Guwahati	36	0.15	0.15	-	No	Feedback Foundation	CSR00004049
17	Waste management	Schedule VII (iv) environment sustainability	Yes	Goa North Goa	36	0.28	0.28	-	No	Mineral Foundation of Goa	CSR000033496
18	Waste management	Schedule VII (iv) environment sustainability	Yes	HP Solon	36	0.82	0.82	-	No	Waste Warriors Society	CSR00002589
19	Waste management	Schedule VII (iv) environment sustainability	Yes	Pondi Pondi	36	2.04	2.04	-	Yes	Recty	NA

1	2	3	4	5	6	7	8	9	10	11	
Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location Of the project	Project duration	Amount allocated for the project	Amount spent in the current FY	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation (Direct) (Yes/No)	Mode of Implementation - Through Implementing Agency	CSR registration number
20	Waste management projects	Schedule VII (iv) environment sustainability	Yes	MH Nagpur, Nasik, Aurangabad, Pimpri-Chinchwad, Vasai-Virar and Mira-Bhayander	14	1.00	1.00	-	No	India Sanitation Coalition- Federation of Indian Chamber of Commerce and Industry	CSR00041061
21	Community projects	Schedule VII (ii) Promoting Education	No	MH Mumbai	36	0.48	0.48	-	No	Institute of Chemical Technology	CSR00006632
22	Community projects	Schedule VII (i) promoting preventive healthcare	Yes	MH Mumbai	14	0.15	0.15	--	No	Niramaya Health Foundation	CSR00000186
23	Community projects	Schedule VII (i) promoting preventive healthcare	No	MH Mumbai	24	0.20	0.20	-	No	Live Love Laugh Foundation	CSR00012198
24	Community projects	Schedule VII (iii) Promoting Education	Yes	MH Mumbai	24	0.15	0.15	-	No	Teach To Lead	CSR00002271
25	Community projects	Schedule VII (i) promoting preventive healthcare	No	Pan India	36	0.08	0.08	-	Yes	Amaha	NA
26	Community projects	Schedule VII (ii) Promoting Education	Yes	MH Mumbai	14	0.10	0.10	-	Yes	Vidhi	CSR00000775
27	Community projects	Schedule VII (ii) Promoting Education	Yes	Pondicherry, TN	24	0.31	0.31	-	No	WOSCA	CSR000005910
28	Nature	Schedule VII (iv) environment sustainability	No	Karnataka, Maharashtra and Tamil Nadu	36	0.71	0.71	--	No	Nature Conservation Foundation	CSR00001665
29	Nature	Schedule VII (iv) environment sustainability	No	Telangana	36	0.42	0.42	--	No	PEACE	CSR00004249.
30	Nature	Schedule VII (iv) environment sustainability	No	MP	14	0.21	0.21	--	No	Family Health India	CSR00001169
Total						32.56	32.56				

Note: Additional 0.05 Cr was accrued interest across all programmes which is also utilised.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(₹ Crore)

1	2	3	4	5	6	7	8	9	10	11		
Sr No.	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location Of the project	Project duration	Amount allocated for the project	Amount spent in the current FY	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation (Direct) (Yes/No)	Mode of Implementation - Through Implementing Agency		
			State	District						CSR registration number		
1	Ongoing audit	NA	No	Pan India	NA	12	0.84	0.84	--	Direct	NA	NA
2	Monitoring and evaluation	NA	Yes	Pan India	NA	12	0.05	0.05	--	Direct	NA	NA
TOTAL						0.89	0.89					

(d) Amount spent in Administrative Overheads

₹ 1.10 Crore

(e) Amount spent on Impact Assessment, if applicable.

NA

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)

₹ 34.64 Crore

(g) Excess amount for set off, if any

Sr.No.	Particular	Amount (₹ Crore)
(i)	Two percent of average net profit of the Company as per section 135(5)	34.55
(ii)	Total amount spent for the Financial Year	34.64
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.09
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NA
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

9. (a) Details of Unspent CSR amount for the preceding three financial years: (₹ Crore)

Sr.No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of Transfer	
1	FY22-23	0.30	0.30		NIL		NIL
2	FY21-22	0.35	0.35		NIL		NIL
3	FY20-21	N/A	N/A		N/A		N/A
	TOTAL	0.65	0.65		NIL		NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(₹ Crore)

1	2	3	4	5	6	7	8
Sr. No.	Name of the project	Financial year in which project was commenced	Project duration	Total amount allocated to the project	Amount spent on project in reporting financial year	Cumulative amount spent at the end of financial year	Status of the project - Completed/Ongoing
1	Waste Management	2022	36	2.15	0.33	2.15	Completed
2	Salon-i	2022	36	0.09	0.01	0.09	Completed
3	EMBED	2022	36	0.06	0.01	0.06	Completed
4	Covid recovery	2021	36	0.18	0.01	0.15	Completed
5	Salon-i	2021	36	3.15	0.07	3.15	Completed
6	EMBED	2021	36	2.72	0.21	2.72	Completed
7	Community support	2022	18	0.15	0.01	0.15	Completed
	TOTAL				0.65		

10. In case of creation or acquisition of capital assets, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details). **NA**

- (a) Date of creation or acquisition of the capital asset(s).
- (b) Amount of CSR spent for creation or acquisition of capital assets.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

Sr. No.	Date of creation or acquisition of the capital asset(s)	Amount of CSR spent for creation or acquisition of capital asset (₹ Lakhs)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)
NA	NA	NA	NA	NA

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

NA

Sd/-
Sudhir Sitapati
 Managing Director & Chief Executive Officer

Sd/-
Nadir Godrej
 Chairman of CSR Committee

ANNEXURE 'F'

AS PER THE DISCLOSURE REQUIREMENT SPECIFIED UNDER THE SEBI (SHARE-BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AND SECTION 62 (1) (B) OF THE COMPANIES ACT, 2013 READ WITH RULE 12 (9) OF THE COMPANIES (SHARE CAPITAL AND DEBENTURES), RULES, 2014, THE FOLLOWING INFORMATION IS DISCLOSED IN RESPECT OF EMPLOYEE STOCK BENEFIT PLANS:

Sr. No.	Particulars	Godrej Consumer Products Limited Employee Stock Grant Scheme
1	Date of shareholders' approval for the options granted under the scheme	March 18, 2011
2	Total number of options approved for grants under the Scheme	25,00,000
3	Vesting requirements	As specified by the Nomination and Remuneration Committee, subject to minimum 1 year from the date of grant
4	Exercise price or pricing formula	₹ 1 per share
5	Maximum term of options granted	As may be decided by the Nomination and Remuneration Committee as per the prevalent regulatory provisions
6	Source of shares	Direct allotment
7	Variation of terms of options	None
8	Number of options outstanding as on April 1, 2023	9,90,235
9	Number of fresh options granted during the year	3,24,671
10	Number of options lapsed during the year	84,727
11	Number of options vested during the year	1,22,834
12	Number of options exercised during the year	1,25,011
13	Number of shares arising as a result of exercise of options	1,25,011
14	Money realised by exercise of options	1,25,011
15	Number of options outstanding and exercisable at the end of the year	11,05,168
16	Method used to account for the options	The Company has calculated the employee compensation cost using the fair value of stock options, in accordance with IND AS
17	Weighted-average exercise prices and weighted-average fair values of options (shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock)	Exercise price: ₹ 1.00 per share Fair value: ₹ 1012.09
18	Employee-wise details of options granted to —	
i)	Senior Managerial Personnel	As per Note 1 below
ii)	Any other employee who receives a grant in any one year of option amounting to 5 per cent or more of the option granted during that year	As per Note 1 below
iii)	Identified employees who were granted option, during any one year, equal to or exceeding one per cent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant	Nil

Sr. No.	Particulars	Godrej Consumer Products Limited Employee Stock Grant Scheme
19	Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with Accounting Standard (AS) 20 'EPS'	₹ 6.32 per share (standalone) ₹ (5.48) per share (consolidated)
20	Description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted-average information:	The fair value of the options granted has been calculated using the Black-Scholes Options pricing formula, and the significant assumptions made in this regard are as follows:
	i) Risk-free interest rate	7.14%
	ii) Expected life	2.09 years
	iii) Expected volatility	29.52%
	iv) Expected dividends	NIL
	v) The price of the underlying share in the market at the time of option grant	₹ 1025.50

Note 1: Employee-wise details of options granted to Senior Managerial Personnel and details of options granted more than 5 per cent in any 1 year

	Granted in fiscal year 2021-22 and outstanding as at March 31, 2024	Granted in fiscal year 2022-23 and outstanding as at March 31, 2024	Granted in fiscal year 2023-24 and outstanding as at March 31, 2024	Total outstanding options as at March 31, 2024
Venkateswara Yadlapalli, Head – R&D	425	41,783*	2,387	44,595
Omar Momin, Head - M&A	710	41,783*	2,387	44,880
Vijaykumar Kannan, Head – Business Transformation and Digital	-	41,596*	2,387	43,983
Robert Menzies, Head - Category & Innovation	887	43,119*	3,342	47,348
Aasif Malbari, Chief Financial Officer	-	-	1,51,782*	1,51,782*
Sudhir Sitapati, Managing Director & CEO	3,79,098*	69,056*	95,717*	5,43,871*

*Option granted was more than 5 per cent of the options granted in 1 year

'Annexure G'

Form No MR – 3

**FOR THE FINANCIAL YEAR
ENDED MARCH 31, 2024**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

The Members,
Godrej Consumer Products Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Godrej Consumer Products Limited (hereinafter called the 'Company'). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute

books, forms and returns filed and other records maintained by the Company as well as the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in

the manner reported and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by company, for the financial year ended on March 31, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) The Securities and Exchange Board of India (Share based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients; (Not applicable)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable)

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

- (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 / the Listing Agreements entered into by the Company with the BSE Limited and The National Stock Exchange of India Limited.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

The other laws, as informed and certified by the Management of the Company which are specifically applicable to the Company based on their sector/industry are:

- a. Insecticide Act, 1968 and rules made thereunder.
- b. Legal Metrology Act and rules made thereunder.
- c. Drugs & Cosmetics Act, 1940.

We report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check basis, the Company has complied with the above laws applicable specifically to the Company.

We further report that

The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were

carried out in compliance with the provisions of the Act.

Furthermore, a system for seeking and obtaining further information and clarifications on the agenda items before the meeting exists for meaningful participation at the meeting.

All the decisions were passed by majority in the meetings of the Board and there were no dissenting views from the Board members.

We further report that there are adequate systems and processes in the Company, commensurate with the size and operations of the Company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. The Company has taken into consideration the whistle blower complaints received; further, there was a fraud against the Company by employee/s for which the Company has taken legal action.

We further report that during the audit period the Company has:

1. Issued shares upon exercise of options under Employee Stock Grant Scheme, 2011.
2. Acquired FMCG business of Raymond Consumer Care Limited (RCCL).
3. Alongwith one of its wholly owned subsidiary has entered into an agreement for divesting its entire stake in wholly owned subsidiary viz. Godrej

East Africa Holdings Limited,
Mauritius.

For **A. N. Ramani & Co. LLP**
Company Secretaries
Unique Code - L2024MH015700
Peer Review Certificate No.:616/2019

Bhavana Khatri
Partner
FCS -8636, COP – 9577
UDIN - F008636F000298079

Date: 6th May, 2024
Place: Kanpur

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

The Members
Godrej Consumer Products Limited

Our report of even date is to be read along with this letter.

1. Maintenance of Statutory and other records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of Accounts of the Company. We have relied on the report of the Statutory Auditor in respect of the same as per the guidance of the Institute of Company Secretaries of India.
4. We have conducted our audit on the basis of details / documents provided by company through email and/ or other digital mode. We had visited the client for few clarifications.

5. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Company is following a system of obtaining reports from various departments to ensure compliance with applicable laws. The Company is following an electronic compliance management system for compliance management to ensure compliance with applicable laws, rules, regulations and guidelines.
7. The compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
8. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **A. N. Ramani & Co. LLP**
 Company Secretaries
 Unique Code - L2024MH015700

Bhavana Khatri
 Partner
 FCS - 8636, COP – 9577

Place: Kanpur
 Date: 6th May, 2024

ANNEXURE 'H'

Practicing Company Secretary's Certificate on Corporate Governance

To,
 The Members,
 Godrej Consumer Products Limited

We have examined the compliance of conditions of corporate governance by Godrej Consumer Products Limited ('the Company') for the year ended on 31st March, 2024, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Management Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management including the preparation and maintenance of all relevant supporting records and documents.

PCS Responsibility

Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Regulations as applicable during the year ended March 31, 2024.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

This certificate is issued solely for the purpose of complying with the aforesaid Regulations and may not be suitable any other purpose.

For **A. N. Ramani & Co. LLP**
 Company Secretaries
 Unique Code - L2024MH015700

Bhavana Khatri
 Partner
 FCS -8636, COP –9577
 UDIN: F008636F000319419

Place: Kanpur
 Date: 6th May, 2024

Independent Practitioners' Reasonable Assurance Report

To the Directors of Godrej Consumer Products Limited

Assurance Report on the sustainability disclosures in the Business Responsibility and Sustainability Reporting (BRSR) Core Format^[1] (called 'Identified Sustainability Information' (ISI) of Godrej Consumer Products Limited (the 'Company') for the period from 1 April 2023 to 31 March 2024. The ISI is included in the Business Responsibility and Sustainability Reporting of the Company for the period from 1 April 2023 to 31 March 2024.

Opinion

We have performed a reasonable assurance engagement on whether the Company's sustainability disclosures in the BRSR Core Format (refer to Annexure 1) for the period 1 April 2023 to 31 March 2024 has been prepared in accordance with the reporting criteria (refer table below).

Identified Sustainability Information (ISI) subject to assurance	Period subject to assurance	Page number in the Annual Report	Reporting criteria
BRSR Core (refer Annexure 1)	1 April 2023 to 31 March 2024	281 to 329	<ul style="list-style-type: none">- Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR)- Guidance note for BRSR format issued by SEBI- World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards)

This engagement was conducted by a multidisciplinary team including assurance practitioners, engineers and environmental and social professionals.

In our opinion, the company's Identified Sustainability Information on pages 281 to 329 of the Annual Report for the period 1 April 2023 to 31 March 2024, subject to reasonable assurance is prepared, in all material respects, in accordance with the Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) and basis of preparation set out in the Section A, Business Responsibility and Sustainability Reporting of the Annual Report.

Basis for opinion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under those standards are further described in the "Our responsibilities" section of our report.

^[1] Notified by SEBI vide circular number SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated 12 July 2023

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report (but does not include the BRSR Core attributes and assurance report thereon).

Additionally, we have performed a limited assurance engagement on select BRSR and GRI indicators and issued an independent assurance report on 16 July 2024.

Our report thereon is included with the other information.

Our reasonable assurance opinion on the ISI does not extend to other information that accompanies or contains the 'ISI and our assurance report' (hereafter referred to as "other information"). We have read the other information, but we have not performed any procedures with respect to the other information.

Other matter

Select BRSR Core attributes of the Company for the year ended 31 March 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion on 17 May 2023.

Our opinion is not modified in respect of this matter.

Intended use or purpose

The ISI and our reasonable assurance report are intended for users who have reasonable knowledge of the BRSR Core attributes, the reporting criteria and ISI and who have read the information in the ISI with reasonable diligence and understand that the ISI is prepared and assured at appropriate levels of materiality.

Our opinion is not modified in respect of this matter.

Responsibilities for the identified Sustainability Information (ISI)

The management of the Company acknowledge and understand their responsibility for:

- designing, implementing and maintaining internal controls relevant to the preparation of the ISI that is free from material misstatement, whether due to fraud or error;
- selecting or establishing suitable criteria for preparing the ISI, taking into account applicable laws and regulations, if any, related to reporting on the ISI, identification of key aspects, engagement with stakeholders, content, preparation and presentation of the ISI in accordance with the reporting criteria;

- disclosure of the applicable criteria used for preparation of the ISI in the relevant report/statement;
- preparing/properly calculating the ISI in accordance with the reporting criteria; and
- ensuring the reporting criteria is available for the intended users with relevant explanation;
- establishing targets, goals and other performance measures, and implementing actions to achieve such targets, goals and performance measures;
- responsible for providing the details of the management personnel who takes ownership of the ISI disclosed in the report;
- ensuring compliance with law, regulation or applicable contracts;
- making judgments and estimates that are reasonable in the circumstances;
- identifying and describing any inherent limitations in the measurement or evaluation of information subject to assurance in accordance with the reporting criteria;
- preventing and detecting fraud;
- selecting the content of the ISI, including identifying and engaging with intended users to understand their information needs;
- informing us of other information that will be included with the ISI;
- supervision of other staff involved in the preparation of the ISI

Those charged with governance are responsible for overseeing the reporting process for the Company's ISI.

Inherent limitations in preparing the ISI

The preparation of the company's BRSR information requires the management to establish or interpret the criteria, make determinations about the relevancy of information to be included, and make estimates and assumptions that affect the reported information.

Measurement of certain amounts and BRSR Core metrics, some of which are estimates, is subject to substantial inherent measurement uncertainty, for example, GHG emissions, water footprint, energy footprint. Obtaining sufficient appropriate evidence to support our opinion/conclusion does not reduce the uncertainty in the amounts and metrics.

Our responsibilities

We are responsible for:

- Planning and performing the engagement to obtain reasonable assurance on the sustainability disclosures in the BRSR Core are free from material misstatement, whether due to fraud or error, in accordance with the Reporting Criteria in line with the section above.
- Forming an independent opinion, based on the procedures we have performed and the evidence we have obtained, and
- Reporting our reasonable assurance opinion to the Directors of Godrej Consumer Products Limited.

Exclusions

Our assurance scope excludes the following and therefore we will not express a conclusion on the same:

- Operations of the Company other than those mentioned in the "Scope of Assurance".
- Aspects of the BRSR and the data/information (qualitative or quantitative) other than the ISI.

- Data and information outside the defined reporting period i.e., 1 April 2023 to 31 March 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

Summary of the work we performed as the basis for our conclusion

We exercised professional judgement and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence that is sufficient and appropriate to provide a basis for our reasonable assurance opinion.

The nature, timing, and extent of the procedures selected depended on our judgment, including an assessment of the risks of material misstatement of the information subject to reasonable assurance, whether due to fraud or error. We identified and assessed the risks of material misstatement through understanding the information subject to reasonable assurance and the engagement circumstances. We also obtained an understanding of the internal control relevant to the information subject to reasonable assurance in order to design procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of internal controls.

In carrying out our engagement, we:

- assessed the suitability of the criteria used by the company in preparing the reasonable assurance information;
- evaluated the appropriateness of reporting policies, quantification methods and models used in the preparation of the information subject to reasonable assurance and the reasonableness of estimates made by the company; and
- evaluated the overall presentation of the information subject to reasonable assurance.

Apurba Mitra

Partner

KPMG Assurance and Consulting Services LLP

Date: 16 July 2024

Place: Mumbai

Annexure – I

BRSR Core attributes

BRSR Disclosure	Description of indicator	Level of Assurance
Section C – Principle 5 – E7	Complaints on POSH	Reasonable
Section C – Principle 6 – E3	Total volume of water withdrawal, water consumption, water discharged in Kiloliters and its intensity	Reasonable
Section C – Principle 3 – E1(c)	Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company	Reasonable
Section C – Principle 1 – E8	Number of days of accounts payable	Reasonable
Section C – Principle 3 – E11	Details of safety related incidents for employees and workers (including contract-workforce e.g. workers in the company's construction sites)	Reasonable
Section C – Principle 6 – E1	Details of total energy consumption and % of energy consumed from renewable sources (in Joules or multiples) and its intensity	Reasonable
Section C – Principle 8 – E5	Job creation in smaller towns – Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost	Reasonable
Section C – Principle 6 – E9	Details related to waste management and its intensity	Reasonable
Section C – Principle 8 – E4	Input material sourced from following sources as % of total purchases – Directly sourced from MSMEs/ small producers and from within India	Reasonable
Section C – Principle 5 – E3(b)	Gross wages paid to females as % of wages paid	Reasonable
Section C – Principle 9 – E7	Instances involving loss/breach of data of customers as a percentage of total data breaches or cyber security events	Reasonable
Section C – Principle 6 – E7	Details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity	Reasonable
Section C – Principle 1 – E9	Concentration of purchases & sales done with trading houses, dealers, and related parties Loans and advances & investments with related parties	Reasonable
Section C – Principle 6 – E4	Water discharge by destination and level of treatment (in kiloliters)	Reasonable

Independent Practitioners' Limited Assurance Report

To the Directors of Godrej Consumer Products Limited

Assurance Report on select sustainability disclosures in the Integrated Annual Report prepared in accordance with the Business Responsibility and Sustainability Reporting (BRSR) framework and with reference to the Global Reporting Initiative (GRI) Standards 2021 (together called 'Identified Sustainability Information' (ISI) of Godrej Consumer Products Limited (GCPL) (the 'Company') for the period from 1 April 2023 to 31 March 2024.

Opinion

We have performed an assurance engagement on the Identified Sustainability Information (ISI) as detailed in the table below:

Identified Sustainability Information (ISI) subject to assurance	Period subject to assurance	Page number in the Annual Report	Reporting criteria
<ul style="list-style-type: none"> Select BRSR attributes on a standalone basis (which are not part of BRSR Core) Select GRI indicators on a consolidated basis <p>(refer Appendix 1)</p>	From 1 April 2023 to 31 March 2024	92 to 329	<ul style="list-style-type: none"> GRI Standards 2021 Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards) Corporate Value Chain (Scope 3) Accounting & Reporting Standard Guidance note for BRSR format issued by SEBI

This engagement was conducted by a multidisciplinary team including assurance practitioners, engineers and environmental and social professionals.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the company's Identified Sustainability Information on pages 92 to 329 of the Annual Report relating to select GRI indicators on a consolidated basis of reporting and select BRSR attributes (which are not part of BRSR Core) on a standalone basis of reporting for the period 1 April 2023 to 31 March 2024, subject to limited assurance is not prepared, in all material respects, in accordance with the the World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards), and the Corporate Value Chain (Scope 3) Accounting & Reporting Standard , Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) and with reference to the GRI Standards (2021) and the basis of preparation set out in notes in the section About the Report of the Annual Report.

Basis for conclusion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*, and ISAE 3410, *Assurance Engagements on Greenhouse Gas Statements*, issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under those standards are further described in the "Our responsibilities" section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other information

Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report (but does not include the select BRSR and GRI attributes and assurance report thereon).

Additionally, we have performed a reasonable assurance engagement on SEBI BRSR Core attributes and issued an independent assurance report on 16 July 2024.

Our report thereon is included with the other information.

Our limited assurance opinion on the ISI does not extend to other information that accompanies or contains the 'ISI and our assurance report' (hereafter referred to as "other information"). We have read the other information, but we have not performed any procedures with respect to the other information.

Other matter

Select BRSR and GRI attributes of the Company for the year ended 31 March 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion on 17 May 2023.

Our opinion is not modified in respect of this matter.

Intended use or purpose

The ISI and our limited assurance report are intended for users who have reasonable knowledge of the BRSR attributes and GRI attributes, the reporting criteria and ISI and who have read the information in the ISI with reasonable diligence and understand that the ISI is prepared and assured at appropriate levels of materiality.

Our opinion is not modified in respect of this matter.

Responsibilities for Identified Sustainability Information (ISI)

The management of the company are responsible for:

- designing, implementing and maintaining internal control relevant to the preparation of the Identified Sustainability Information that is free from material misstatement, whether due to fraud or error;
- selecting or developing suitable criteria for preparing the Identified Sustainability Information and appropriately referring to or describing the criteria; and
- preparing the Identified Sustainability Information in accordance with the reporting criteria.

Those charged with governance are responsible for overseeing the reporting process for the company's ISI.

Exclusions:

Our assurance scope excludes the following and therefore we will not express a conclusion on the same:

- Operations of the Company other than those mentioned in the "Scope of Assurance".
- Aspects of the BRSR and GRI attributes and the data/information (qualitative or quantitative) other than the ISI.
- Data and information outside the defined reporting period i.e., 1 April 2023 to 31 March 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

Inherent limitations

The preparation of the company's sustainability information requires the management to establish or interpret the criteria, make determinations about the relevancy of information to be included, and make estimates and assumptions that affect the reported information.

Measurement of certain amounts and BRSR and GRI attributes, some of which are estimates, is subject to substantial inherent measurement uncertainty, for example GHG emissions, water footprint, energy footprint. Obtaining sufficient appropriate evidence to support our opinion/conclusion does not reduce the uncertainty in the amounts and metrics.

Our responsibilities

We are responsible for:

- planning and performing the engagement to obtain a limited assurance about whether the ISI is free from material misstatement, whether due to fraud or error;
- forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- reporting our conclusion to the Directors of GCPL.

Summary of the work we performed as the basis for our conclusion

We exercised professional judgement and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence that is sufficient and appropriate to provide a basis for limited assurance conclusion.

Our procedures selected depended on our understanding of the information subject to limited assurance and other engagement circumstances, and our consideration of areas where material misstatements are likely to arise. In carrying out our engagement, we:

- assessed the suitability of the criteria used by the company in preparing the information subject to limited assurance;
- interviewed senior management and relevant staff at corporate and selected locations concerning policies for occupational health and safety, and the implementation of these across the business;
- through inquiries, obtained an understanding of Godrej Consumer Products Limited's control environment, processes and information systems relevant to the preparation of the information subject to limited assurance, but did not evaluate the design of particular control activities, obtain evidence about their implementation or test their operating effectiveness;
- made inquiries of relevant staff at corporate and selected locations responsible for the preparation of the Information subject to limited assurance;
- undertook all site visits out of which 6 were physical site visits and 5 were virtual site visits; we selected these sites based on the relative size of the production compared to total capacity, workforce of these locations to the total workforce, unexpected fluctuations in the information subject to limited assurance since the prior period, and sites not visited in the prior period;
- inspected, at each site visited, a limited number of items to or from supporting records, as appropriate;
- applied analytical procedures, as appropriate;
- recalculated the information subject to limited assurance based on the criteria; and
- evaluated the overall presentation of the information subject to limited assurance to determine whether it is consistent with the criteria and in line with our overall knowledge of, and experience with, the company's occupational health and safety.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Apurba Mitra
Partner

KPMG Assurance and Consulting Services LLP

Date: 16 July 2024
Place: Mumbai

Appendix – 1

Select BRSR and GRI attributes

BRSR Disclosure	Description of indicator	Level of Assurance
Section C – Principle 1 – L1	Awareness programs conducted for value chain partners on any of the Principles during the financial year	Limited
Section C – Principle 6 – L3	Water withdrawal, consumption and discharge in areas of water stress (in kiloliters)	Limited
Section A – 25	Complaints/Grievances on any of the principles under the National Guidelines on Responsible Business Conduct	Limited
Section C – Principle 6 – E5	Details of air emissions (other than GHG emissions) by the entity	Limited
Section C – Principle 1 – E6	Details of complaints with regard to conflict of interest	Limited
Section C – Principle 5 – E9	Percentage of your plants and offices that were assessed on Sexual Harassment, Discrimination at workplace, Child Labour, Forced Labour/ Involuntary Labour, Wages and Other human rights related issues.	Limited
Section C - Principle 2 – L3	Percentage of recycled or reused input material to total material used in production or providing services	Limited
Section C - Principle 2 - E2 (b)	Percentage of inputs were sourced sustainably	Limited
Section C – Principle 1 – E1	Percentage coverage by training and awareness programs on any of the Principles during the financial year	Limited
Section A – 21	Participation/Inclusion/Representation of women in BoDs and KMPs	Limited
Section C – Principle 3 – E7	Membership of employees and worker in association(s) or Unions recognised by the listed entity, for Permanent Employees & Permanent Workers	Limited
Section C – Principle 8 – E2	Information on project(s) for which ongoing Rehabilitation and Resettlement is being undertaken by your entity	Limited
Section C – Principle 5 – E1	Employees who have been provided training on human rights issues and policy(ies) of the entity, in the following format for current and previous FY. - Total Number of Employee - No. of employees covered - % Covered	Limited
Section A – 20b	Differently abled Employees and workers	Limited
Section A – 20a	Employees (including differently abled)	Limited
Section C – Principle 5 – E6	Number of Complaints on (Sexual Harassment, Discrimination at workplace, Child Labour, Forced Labour/Involuntary Labour, Wages and Other human rights related issues) made by employees and workers	Limited
Section C – Principle 9 – E3	Number of consumer complaints in respect of Data Privacy, Advertising, Cyber-Security, Delivery of essential services, Restrictive Trade Practices, Unfair Trade Practices	Limited
Section C – Principle 3 – E2	Details of retirement benefits, for Current Financial Year	Limited
Section C – Principle 5 – E3a & b	Details of remuneration/salary/wages	Limited
Section C – Principle 5 – E2	Details of minimum wages paid to employees and workers	Limited
Section C – Principle 3 – E1	Details of measures for the well-being of employees and workers	Limited
Section C – Principle 9 – E4	Details of instances of product recalls on account of safety issues	Limited
Section C – Principle 6 – L2	Details of greenhouse gas emissions - Scope 3	Limited

BRSR Disclosure	Description of indicator	Level of Assurance
Section C – Principle 2 – L5	Reclaimed products and their packaging materials (as percentage of products sold) for each product category	Limited
Section C – Principle 2 – L4	the products and packaging reclaimed at end of life of products, amount reused, recycled, and safely disposed	Limited
Section A – 22	Turnover rate for permanent employees and workers	Limited
Section A – 20a	Workers (including differently abled)	Limited

GRI Indicator	Description of indicator	Level of Assurance
303-3	Water withdrawal, consumption and discharge in areas of water stress (in kiloliters)	Limited Level
303-4	Water discharge by destination and level of treatment (in kiloliters)	Limited Level
303-3,5	Total volume of water withdrawal, water consumption, water discharged in Kiloliters and its intensity	Limited Level
405-1-b-iii	Differently abled Employees and workers	Limited Level
306-3,4,5	Details related to waste management and its intensity	Limited Level
302-1.302-3	Details of total energy consumption and % of energy consumed from renewable sources (in Joules or multiples) and its intensity	Limited Level
403-9	Details of safety related incidents for employees and workers (including contract-workforce e.g. workers in the company's construction sites)	Limited Level
305-1,2,4	Details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity	Limited Level
305-3	Details of greenhouse gas emissions - Scope 3	Limited Level
305-7	Details of air emissions (other than GHG emissions) by the entity	Limited Level

Business Responsibility And Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	L24246MH2000PLC129806	
2	Name of the Listed Entity	Godrej Consumer Products Limited	
3	Year of incorporation	2000	
4	Registered office address	Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (E), Mumbai 400 079	
5	Corporate address	Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (E), Mumbai 400 079	
6	E-mail	investor.relations@godrejcp.com	
7	Telephone	022 25188010/20/30	
8	Website	www.godrejcp.com	
9	Financial year for which reporting is being done		
		Start date	End date
	Current Financial Year	01/04/2023	31/03/2024
	Previous Financial Year	01/04/2022	31/03/2023
	Prior to Previous Financial year	01/04/2021	31/03/2022
10	Name of the Stock Exchange(s) where shares are listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)	
11	Paid-up Capital (In ₹)	1,022,820,329	
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report		
	Name	Rahul Botadara, Company Secretary and Compliance Officer	
	Contact	022 25188010/20/30	
	E mail	investor.relations@godrejcp.com	
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together). The disclosures made under this report are on a standalone basis. The Business Responsibility and Sustainability Reporting (BRSR) is in conformance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. The comparatives for FY 2022-23 have been restated due to recomputation of BRSR attributes on the basis of the approach, change in reporting boundary and methodology adopted for the disclosures of FY 2023-24. The restatements would enable completeness and comparability of information for the current year and previous year. The effects and reasons relating to restatements of the comparative year have been explained as footnotes in relevant indicators.	Standalone basis	There are certain restatements in this report due to change in methodology or re-computation of certain attributes for FY 2022-23. The effects and reasons have been included under the following sections and principles of the BRSR Report. The restatements would enable completeness and comparability of information for the current year and previous year.
14	Name of assurance provider	KPMG Assurance and Consulting Services LLP	
15	Type of assurance obtained	Reasonable assurance for BRSR core indicators Limited assurance for BRSR non-core indicators	

II. Products/services

16 Details of Business Activities (accounting for 90% of the Turnover):

Description of Main Activity	Description of Business Activity	% of Turnover of the Entity
Manufacturing and marketing	Home care and personal care products	100%

17 Products / Services sold by the Entity (accounting for 90% of the Entity's Turnover):

Product / Service	NIC Code	% of Total Turnover Contributed
Home care	20211	45%
Personal care	20231, 20236	55%

III. Operations

18 Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices	Total
National	14	4	18
International	22	1	23

19 Markets served by the entity

A Number of locations

Location	Number
National (No. of States)	28
International (No. of Countries)	17

B What is the contribution of exports as a percentage of the total turnover of the entity?

3.26%

C A brief on types of customers

Godrej Consumer Products caters to a diverse range of customers in emerging markets, with a significant presence in both urban and rural areas. Our focus spans from households using hair care products, hand wash, and other consumer goods to salons and stylists specialising in hair care. Through our extensive channel partners and technology-driven strategies, we ensure our products are available and accessible across diverse markets. We maintain a strong distribution network, including regional distributor networks and salon channels, to ensure our products reach to all consumers who use personal care and home care products.

IV. Employees

20 Details as at the end of Financial Year

A. Employees and workers (including differently abled)

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1	Permanent (D)	1498	1199	80.04%	299	19.96%
2	Other than permanent (E)	12	3	25.00%	9	75.00%
3	Total employees (D + E)	1510	1202	79.60%	308	20.40%
WORKERS						
4	Permanent (F)	1204	1140	94.68%	64	5.32%
5	Other than permanent (G)	4441	2536	57.10%	1905	42.90%
6	Total workers (F + G)	5645	3676	65.12%	1969	34.88%

B. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1	Permanent (D)	3	3	100.00%	0	0.00%
2	Other than Permanent (E)	0	0	0.00%	0	0.00%
3	Total differently abled employees (D + E)	3	3	100.00%	0	0.00%
DIFFERENTLY ABLED WORKERS						
4	Permanent (F)	4	4	100.00%	0	0.00%
5	Other than Permanent (G)	2	2	100.00%	0	0.00%
6	Total differently abled workers (F + G)	6	6	100.00%	0	0.00%

21 Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	11	6	54.55%
Key Management Personnel*	4	1	25.00%

*KMPs include the Chairperson and Managing Director and CEO who are also covered in the number of Board of Directors

22 Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	Turnover rate in current			Turnover rate in previous			Turnover rate in the year prior		
	FY 23-24			FY 22-23			to previous FY 21-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	19%	21%	19%	23%	31%	25%	22%	20%	21%
Permanent Workers	6%	40%	8%	7%	21%	7%	3%	27%	4%

Note: There is a change in the methodology for computation of turnover for employees and workers as per the definitions of BRSR guidance note and this has led to revision in the values for FY2022-23 in total turnover rate for employees from 23% to 25% and for workers from 5% to 7%.

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23 (a) Names of holding / subsidiary / associate companies / joint ventures - Please refer to AOC - I in consolidated financial statements

S. No.	Name of the holding / subsidiary/associate companies/joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Godrej Consumer Care Limited (w.e.f. January 4, 2022)	Subsidiary	100%	No
2	Godrej Consumer Supplies Ltd (w.e.f. 15 th December, 2023)	Subsidiary	100%	No
3	Godrej Consumer Products Limited Employees' Stock Option Trust	Subsidiary	100%	No

S. No.	Name of the holding / subsidiary/associate companies/joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
4	Godrej Household Products (Lanka) Pvt. Ltd.	Subsidiary	100%	No
5	Godrej South Africa Proprietary Ltd	Subsidiary	100%	No
6	Godrej Consumer Products Bangladesh Ltd	Subsidiary	100%	No
7	Godrej Household Products (Bangladesh) Pvt. Ltd.	Subsidiary	100%	No
8	Belaza Mozambique LDA	Subsidiary	100%	No
9	Consell SA (under voluntary Liquidation)	Subsidiary	100%	No
10	Cosmetica Nacional	Subsidiary	100%	No
11	Charm Industries Limited (upto 26 th March, 2024)	Subsidiary	0%	No
12	Canon Chemicals Limited	Subsidiary	100%	No
13	Darling Trading Company Mauritius Limited (merged with Godrej Africa Holdings Limited w.e.f. 25 th May, 2023)	Subsidiary	0%	No
14	Deciral SA	Subsidiary	100%	No
15	DGH Phase Two Mauritius (merged with Godrej Africa Holdings Limited w.e.f. 12 th September, 2023)	Subsidiary	0%	No
16	DGH Tanzania Limited (upto 26 th March, 2024)	Subsidiary	0%	No
17	DGH Uganda(Liquidated w.e.f 21 st Nov 2022)	Subsidiary	0%	No
18	Frika Weave (PTY) LTD	Subsidiary	100%	No
19	Godrej Africa Holdings Limited	Subsidiary	100%	No
20	Godrej Consumer Holdings (Netherlands) B.V.	Subsidiary	100%	No
21	Godrej Consumer Investments (Chile) Spa	Subsidiary	100%	No
22	Godrej Consumer Products (Netherlands) B.V.	Subsidiary	100%	No
23	Godrej Consumer Products Dutch Coöperatief U.A.	Subsidiary	100%	No
24	Godrej Consumer Products Holding (Mauritius) Limited	Subsidiary	100%	No
25	Godrej Consumer Products International (FZCO)	Subsidiary	100%	No
26	Godrej East Africa Holdings Limited (upto 26 th March, 2024)	Subsidiary	0%	No
27	Godrej Global Mid East FZE	Subsidiary	100%	No
28	Godrej Holdings (Chile) Limitada	Subsidiary	100%	No
29	Godrej Indonesia IP Holding Ltd.	Subsidiary	100%	No
30	Godrej Mauritius Africa Holdings Ltd.	Subsidiary	100%	No
31	Godrej MID East Holdings Limited	Subsidiary	100%	No
32	Godrej Netherlands B.V.	Subsidiary	100%	No
33	Godrej Nigeria Limited	Subsidiary	100%	No
34	Godrej Peru SAC (under voluntary liquidation)	Subsidiary	100%	No
35	Godrej SON Holdings INC	Subsidiary	100%	No
36	Godrej Tanzania Holdings Ltd	Subsidiary	100%	No
37	Godrej (UK) Ltd	Subsidiary	100%	No
38	Godrej West Africa Holdings Ltd.	Subsidiary	100%	No

S. No.	Name of the holding / subsidiary/associate companies/joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
39	Hair Credentials Zambia Limited	Subsidiary	100%	No
40	Hair Trading (offshore) S. A. L	Subsidiary	100%	No
41	Indovest Capital (upto 8 th February, 2024)	Subsidiary	0%	No
42	Issue Group Brazil Limited	Subsidiary	100%	No
43	Kinky Group (Pty) Limited	Subsidiary	100%	No
44	Laboratoria Cuenca S.A	Subsidiary	100%	No
45	Lorna Nigeria Ltd.	Subsidiary	100%	No
46	Old Pro International Inc	Subsidiary	100%	No
47	Panamar Producciones S.A. (under voluntary liquidation)	Subsidiary	100%	No
48	PT Godrej Business Service Indonesia(Earlier named as "PT Ekamas Sarijaya")	Subsidiary	100%	No
49	PT Indomas Susemi Jaya	Subsidiary	100%	No
50	PT Godrej Distribution Indonesia	Subsidiary	100%	No
51	PT Godrej Consumer Products Indonesia (Earlier named as "PT Megasari Makmur")	Subsidiary	100%	No
52	PT Sarico Indah	Subsidiary	100%	No
53	Sigma Hair Industries Ltd. (upto 26 th March, 2024)	Subsidiary	100%	No
54	Strength of Nature LLC	Subsidiary	100%	No
55	Style Industries Limited	Subsidiary	100%	No
56	Subinite (Pty) Ltd.	Subsidiary	100%	No
57	Weave Ghana Ltd	Subsidiary	100%	No
58	Weave IP Holdings Mauritius Pvt. Ltd.	Subsidiary	100%	No
59	Weave Mozambique Limitada	Subsidiary	100%	No
60	Weave Senegal Ltd (Ceased to exist on 31 st March 2024)	Subsidiary	0%	No
61	Weave Trading Mauritius Pvt. Ltd.	Subsidiary	100%	No
62	Godrej CP Malaysia SDN. BHD	Subsidiary	100%	No

VI. CSR Details

- 24 (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) - YES
- (ii) Turnover (in ₹) 82,678,641,516.00
- (iii) Net worth (in ₹) 95,525,817,392.00

VII. Transparency and Disclosures Compliances

25 Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	(If Yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 22-23		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	https://godrejcp.com/sustainability/codes-and-policies	0	0	None	0	0	None
Investors (other than shareholders)	Yes	https://godrejcp.com/sustainability/codes-and-policies	0	0	None	0	0	None
Shareholders	Yes	https://godrejcp.com/sustainability/codes-and-policies	92	3	Complaints resolved in April 2024	116	0	All complaints resolved
Employees and workers	Yes	https://godrejcp.com/sustainability/codes-and-policies	1	1	POSH complaints investigation underway	2	0	POSH complaints
Customers	Yes	https://godrejcp.com/sustainability/codes-and-policies	0	0	None	0	0	None
Value Chain Partners	Yes	https://godrejcp.com/sustainability/codes-and-policies	0	0	None	0	0	None

26 Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Occupational health & safety	Risk	Physical risk to the workforce in manufacturing operations and frontline distribution teams. Lack of appropriate and sufficient training to workers and employees on best-practices related to OHS, might face health and safety risks such as frequent accidents at workplaces or manufacturing plants. Indirect risks posed due to this issue can be workplace closures, increase in legal and compliance costs, intense scrutiny by stakeholders, lower morale in the workforce, and adverse impact on brand reputation.	We have a robust Health & Safety policy and strong SOPs to ensure highest adherence to health and safety, and a governance mechanism to ensure any incidents are duly investigated and resolved for the future. We ensure periodic review of safety procedures and the Central Safety Committee and committees at plants review monthly data for occupational health and safety. GCPL has a consistent record in zero fatalities across our offices and manufacturing plants leading to high-morale and trust amongst employees and workers.	Negative implication. Potential health and safety incidents and non-compliance hamper company reputation and have financial repercussions.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Product safety and Quality Testing	Risk	The regulatory landscape is evolving and the guidelines pertaining to the composition of various products can change and evolve rapidly as GCPL's is present in multiple emerging economies.	GCPL has implemented quality testing standard operating procedures for all its products. GCPL has also incorporated a robust products and raw material quality testing procedure. This is supported by enhancing the capabilities of team through skill development trainings and ensuring safe and compliant operations.	Negative implication. Failure to adapt to ever evolving regulatory landscape especially with respect to usage of chemical components, across multiple geographies, the Company may face litigation risks from consumers, and risk of increased cost of chemical safety and alternative chemicals.
3	Business Ethics and Ethical Marketing	Risk	Business ethics are the moral principles that guide decision-making process for an organization. It includes policies, and values that govern the way companies and individuals engage in business activity. Ethical marketing and product labelling is a crucial factor in marketing as it highlights the products' unique selling point, composition, and claims on sustainability. GCPL has to be cognizant about marketing practices and make efforts to ensure claims which are ethically and factually correct.	GCPL has adopted multiple policies for example: code of conduct, whistle blower policy, anti-sexual harassment policy, human rights policy, and health and safety policy, to name a few. GCPL has developed and rolled out a human rights due diligence based on the UN Guiding principles and have assessed most of our owned operations. GCPL's supply chain policy also focuses on responsible conduct with all the stakeholders and adherence to human rights principles.	Negative implication. Any lapse in compliance of code of conduct may pose a governance risk. Moreover, if GCPL fails to communicate responsibly to the consumers and is engaged in false claims about its product and the sustainability performance, it is a reputational risk to the Company.
4	Governance and accountability	Risk	It means adhering to all reporting and transparency requirements by market regulators and further voluntarily discloses information on other international frameworks on ESG	GCPL adheres to BRSR in India and other international frameworks like CDP, GRI and Integrated Reporting <IR> frameworks. GCPL is consistently transparent in reporting leading to further investor and other stakeholder confidence.	Negative implication. Any lapse in reporting on material information may lead to regulatory and legal risks and decline in investor confidence. This may increase financial liabilities due to legal obligations, impact on credit score, lower employee confidence, and impact on brand reputation.
5	Sustainable Packaging	Risk and Opportunity	Enforcement of strict regulations on plastic, waste generation, and disposal arising from geographies such as India and Africa, may result in higher short-term costs for compliance	As most of GCPL products involves plastic packaging, we focus on plastic packaging intensity. It is determined by the weight of the packaging to overall product weight. GCPL has reduced plastic packaging intensity by over 22% from the base year of 2019-20. This has resulted in cost savings and reduced its Extended Producer Responsibility (EPR) requirements.	Positive implication. GCPL is proactively adapting best practices in sustainable packaging which reduces overall plastic intensity and helps reduce transportation costs due to reduced weights, and lower EPR requirements. GCPL has also taken targets and made progress on reducing overall packaging weight and waste generated from packaging. Additionally, we are exploring greener alternatives to plastic packaging.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Sustainable supply chain management	Risk	GCPL is engaged in procurement of materials and services from diverse suppliers. Some of the key risks that can impact the company's supply chain are ESG compliance risk for critical suppliers, and unethical sourcing practices.	As a part of sustainable supply chain engagement, GCPL has collated qualitative and quantitative data, and evaluated close to 75% of suppliers by procurement spends for their ESG. To drive supplier engagement effectively, GCPL has also shared industry best practices and suggestive actions.	Negative implication. ESG non-compliance by critical suppliers is risky and will impact the Company's cost of procurement, increased cost of compliance and adverse impact on company's brand image.
7	Renewable Energy	Opportunity	Adoption of renewable energy will lower GCPL's emissions, and save costs in the long-term.	Currently, GCPL is utilizing over 27% renewable energy in its operations. We also use briquette fired boilers and microturbines for steam, and invest in solar PV and apply for green tariffs wherever available.	Positive implication. More renewable energy will help lower GCPL's emissions and even improve circularity of operations.
8	Research & Development	Opportunity	Strong R&D led initiatives with an ESG focus is a market opportunity and a brand differentiator.	GCPL has completed Life Cycle Assessments for products constituting 60% of our revenue. Through this, we are able to identify the areas of sustainable improvement. By addressing these gaps, we are able to make sustainable innovations and even offer products at a green discount rather than a green premium as we to pass on the savings to customers.	Positive implication. GCPL prioritises innovation in new technologies that offer consumers value for their money. R&D has played a pivotal role in developing new products in home care and personal care product portfolios.
9	Sustainable and Greener Products	Opportunity	GCPL has a key goal to ensure that its products are green while ensuring they are affordable and accessible.	GCPL has rolled out several green products, one example is the Godrej Magic Hand Wash. It uses lower water content compared to alternatives and has lower plastic packing impact thus further resulting in cost savings and offering the world's most affordable handwash.	Positive implication. GCPL looks to expand its product portfolio to be more affordable, accessible, and sustainable. This will prepare GCPL to invest further in product innovation and roll out products that are superior to available alternatives.
10	Diversity & Inclusion	Opportunity	Having an adequate diversity ratio and grooming women leaders is a key priority of GCPL	For the senior leadership roles at GCPL, women currently represent 22%. GCPL aims to have 30% women in senior leadership by 2030. We are also constantly seeking best practices in hiring women in leadership positions, provide opportunities to Person with disabilities (PwD), and LGBTQ communities.	Positive implication. GCPL aims to create an inclusive work environment where best-in-class talent aim to work. GCPL will invest in the overall development of its employees and providing training and skill development opportunities.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/people/diversity	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/sustainability/codes-and-policies	https://godrejcp.com/sustainability/codes-and-policies
	People -> Employee Code of Conduct	Sustainability -> Sustainable Procurement Policy		People -> Whistleblower policy	People -> Human Rights Policy	Environment Management Policy -> Integrated Environment Management Policy	People -> Employee Code of Conduct	Sustainability -> CSR Policy	Legal -> Information Security Policy
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes

Disclose Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<ul style="list-style-type: none"> GRI Standards 2021 	<ul style="list-style-type: none"> GRI Standards 2021 	<ul style="list-style-type: none"> ISO 45001 GRI Standards 2021 	<ul style="list-style-type: none"> GRI Standards 2021 	<ul style="list-style-type: none"> GRI Standards 2021 	<ul style="list-style-type: none"> Science-based Targets initiative (SBTT) GRI Standards 2021 	<ul style="list-style-type: none"> GRI Standards 2021 	<ul style="list-style-type: none"> GRI Standards 2021 	<ul style="list-style-type: none"> ISO 27001:2022 GRI Standards 2021
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	No	Cover 75% of our suppliers by procurement spends under Sustainable Procurement Policy by 2025	30% women representation in senior leadership	No	Conduct human rights self-assessment across our plants and locations in India and International operations covering 100% of our blue collar workforce by 2024	<ul style="list-style-type: none"> Reduce specific energy consumption by 40% by 2025 (v. 2011 baseline) Increase renewable energy portfolio to 35% by 2025 (v. 2011 baseline) Reduce water intensity by 40% by 2025 (v. 2011 baseline) while maintaining water positivity 	No	<ul style="list-style-type: none"> Protect 30 million people against vector-borne diseases by 2025-26 	<ul style="list-style-type: none"> Receive ISO:27001:2022 certification for our information security system and process Divert over 5,000 MT of waste from landfills by 2025-26.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
						<ul style="list-style-type: none"> Maintain zero waste to landfill and achieve zero-liquid discharge Reduce GHG emission intensity by 45% by 2025 (v. 2011 baseline) 			
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not applicable	Covered 76% of our suppliers by procurement spends under Sustainable Procurement Policy.	23% women representation in senior leadership and on track to have 30% women representation in senior leadership	Not applicable	Conducted a self-assessment across our plants and locations in India covering 93% of our workforce	<ul style="list-style-type: none"> Reduced our specific energy consumption by 35% Increased renewable energy portfolio to 27% Reduced water intensity by 39% and achieved water positivity (through rainwater harvesting within our facilities and our community watershed programme, we are conserving 15 times more water than we use in our operations). 	Not applicable	<ul style="list-style-type: none"> Reached out to over 28.4 million and enabled their protection against vector-borne diseases Diverted over 7,200 MT of waste from landfills 	Received ISO:27001:2022 certification

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
						<ul style="list-style-type: none"> • Diverted 100% waste from landfills and on track to be zero liquid discharge • Reduced our GHG emission intensity by 41% 			

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

Please refer to the statement by our Managing Director and CEO in our Annual Integrated Report for FY 2023-24 for an update on our ESG targets, progress, challenges and way forward.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).

The board-level ESG committee is responsible for the implementation and oversight of Business Responsibility policies.

The ESG Committee consists of -

Ms. Nisaba Godrej, Executive Chairperson, DIN: 00591503

Mr. Sudhir Sitapati, Executive Director, DIN: 09197063

Ms. Tanya Dubash, Non-Executive Director, DIN: 00026028

Mr. Nadir Godrej, Non-Executive Director, DIN: 00066195

Ms. Shalini Puchalapalli, Independent Director, DIN: 07820672

Ms. Nidhi Nwuneli, Independent Director, DIN: 07738574

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). - YES
If yes, provide details.

GCPL has an ESG Committee to strengthen oversight and governance of Sustainability risks, opportunities and progress against goals. The Committee meets at least twice in a year. The ESG Committee consists of -
Ms. Nisaba Godrej, Executive Chairperson, DIN: 00591503
Mr. Sudhir Sitapati, Executive Director, DIN: 09197063
Ms. Tanya Dubash, Non-Executive Director, DIN: 00026028
Mr. Nadir Godrej, Non-Executive Director, DIN: 00066195
Ms. Shalini Puchalapalli, Independent Director, DIN: 07820672
Ms. Nididi Nwuneli, Independent Director, DIN: 07738574

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee										Frequency								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9	
Performance against above policies and follow up action	Committee of the Board	Committee of the Board	Committee of the Board	Any other committee	Committee of the Board	Committee of the Board	Committee of the Board	Committee of the Board	Committee of the Board	Committee of the Board	Quarterly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	Committee of the Board	Committee of the Board	Committee of the Board	Any other committee	Committee of the Board	Committee of the Board	Committee of the Board	Committee of the Board	Committee of the Board	Committee of the Board	Quarterly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.
No

If Yes, Provide name of the agency
Not Applicable

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Not applicable

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE:

PRINCIPLE 1: Businesses should conduct and govern themselves with Integrity, and in a manner that is Ethical, Transparent and Accountable

Essential Indicators

- 1 Percentage Coverage by Training and Awareness Programmes on any of the Principles during the Financial Year:

Segment	Total Number of Training and Awareness Programmes held	Topics / Principles covered under the Training and its Impact	% age of Persons in respective Segment covered by the Awareness Programmes
Board of Directors (BoD)	17	Every year, we organise familiarisation programmes to discuss material issues. In FY23-24, the Board was familiarised with actions on cyber security, ESG scores and Disclosures, Climate, Plastics, Sustainable Supply Chain and Procurement, Human Rights Due Diligence & Communities, Diversity, Safety, human rights, sustainable packaging, safety, sustainable manufacturing, and product life-cycle assessments and action items	100%
Key Managerial Personnel (KMP)	17	Every year, we organise familiarisation programmes to discuss material issues. In FY23-24, KMPs were familiarised with actions on cyber security, human rights, sustainable packaging, safety and health, sustainable manufacturing, and product life-cycle assessments	100%
Employees other than BoD and KMPs	3	Under human rights & health and safety, skill upgradation and environment, we have provided trainings on Prevention of sexual harassment, Environmental safety, Electrical Safety Training for industrial Work force, Training on Environment Management, Road safety and Firefighting among others	100%
Workers	3	Under human rights & health and safety, skill upgradation and environment, we have provided trainings on Prevention of sexual harassment, Environmental safety, Electrical Safety Training for industrial Work force, Training on Environment Management, Road safety and Firefighting among others	85%

- 2 Details of Fines / Penalties / Punishment / Award / Compounding Fees / Settlement Amount paid in proceedings [by the Entity or by Directors / Key Managerial Personnel (KMPs)] with Regulators / Law Enforcement Agencies / Judicial Institutions, in the Financial Year, in the following format:

(Note: The Entity shall make disclosures on the basis of Materiality as specified in Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the Entity's website)

Monetary

	NGRBC Principle	Name of the regulatory/ enforcement	Amount (In INR)	Brief of case	Has an Appeal been preferred? (Yes / No)
Penalty/ Fine					
Settlement					
Compounding fee	9	Legal metrology department	1. Godrej Professional (INR 25,000) 2. Hit (INR 10000) 3. Godrej New Expert Natural Black (INR 50,000) 4. Godrej Nupur Henna (INR 50,000) Total – INR 1,35,000	1. Godrej Professional - Manufacturing and mrp declarations were not displayed on godrej professional website where products were displayed for sale. 2. Hit - Quantity and mrp declaration not mentioned in print advertisement. 3. Godrej New Expert Natural Black - Mrp, batch no. and use before date not reflected on the product packaging. 4. Godrej Nupur Henna - Font size of the mrp was not adequate	No
Imprisonment					
Punishment					
				N/A	

3 Of the Instances pertaining to Fines / Penalties / Punishment / Award / Compounding Fees / Settlement Amount disclosed above, details of the Appeal / Revision preferred in Cases where Monetary or Non-Monetary Action has been appealed:

Case details	Name of the Regulatory / Enforcement Agencies / Judicial Institutions
NA	NA

4 Does the Entity have an Anti-Corruption or Anti-Bribery Policy? If yes, provide details in brief and if available, provide a Web-link to the Policy:

Yes, the entity does have an anti bribery policy in place, it's a part of the code of conduct. Link - https://godrejcp.com/public/pdfs/codes_policies/people/Code-of-Conduct-for-Employees.pdf

5 Number of Directors / Key Managerial Personnel (KMPs) / Employees / Workers against whom Disciplinary Action was taken by any Law Enforcement Agency for the Charges of Bribery / Corruption:

Particulars	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Board of Directors	None	None
Key Managerial Personnel	None	None
Employees	None	None
Workers	None	None

6 Details of Complaints with regard to Conflict of Interest:

	Financial Year 2023-24 (Current Financial Year)		Financial Year 2022-23 (Previous Financial Year)	
Number of Complaints received in relation to Issues of Conflict of Interest of Directors	None	-	None	-
Number of Complaints received in relation to Issues of Conflict of Interest of Key Managerial Personnel (KMPs)	None	-	None	-

7 Details of any Corrective Action taken or underway on Issues related to Fines / Penalties / Action taken by Regulators / Law Enforcement Agencies / Judicial Institutions, on cases of Corruption and Conflicts of Interest:

The notices received from Legal Metrology (Packaged Commodities) Rules, 2011 are for label declarations on the product. The declarations are corrected to avoid any future notices.

8 Number of Days of Accounts Payables ((Accounts Payable *365) / Cost of Goods/Services procured) in the following format:

	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Number of Days of Accounts Payables	56	48

Note 1: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

9 Open-ness of Business:

Provide details of Concentration of Purchases and Sales with Trading Houses, Dealers, and Related Parties, alongwith Loans and Advances & Investments, with Related Parties, in the following format:

Parameter	Metrics	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Concentration of Purchases	a. Purchases from Trading Houses as % of Total Purchases	0%	0%
	b. Number of Trading Houses where Purchases are made from	0	0
	c. Purchases from top 10 Trading Houses as a % of Total Purchases from Trading Houses	0%	0%
Concentration of Sales	a. Sales to Dealers / Distributors as % of Total Sales	67.1%	71.7%
	b. No. of Dealers / Distributors to whom Sales are made	2,217	1,885
	c. Sales to top 10 Dealers / Distributors as a % of Total Sales to Dealers / Distributors	2.8%	2.8%
Share of Related Party Transactions (RPTs) in –	a. Purchases (Purchases with Related Parties / Total Purchases)	2.5%	2.9%
	b. Sales (Sales to Related Parties / Total Sales)	1%	1.3%
	c. Loans & Advances (Loans & Advances given to Related Parties / Total Loans & Advances)	0%	0%
	d. Investments (Investments in Related Parties / Total Investments made)	61.8%	68.8%

Note 1: A trading house is a business that specialises in facilitating transactions between the company and manufacturer. There are no purchases from trading houses in FY2023-24 and FY2022-23.

Note 2: We have considered closing balances disclosed in the Audited Standalone Financial statements for loans and advances and Investments.

Note 3: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

Leadership Indicators

1. Awareness programmes conducted for Value Chain Partners on any of the Principles during the Financial Year:

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
5	Biodiversity and land use, Human Rights, Greenhouse Gas and footprint, EPR, Sustainability and ESG sensitisation	8%

2. Does the Entity have Processes in place to avoid / manage Conflict of Interests involving Members of the Board of Directors? (Yes/No) and if yes, provide Details of the same:

Yes, we ensure that we're compliant with the requirements stated in the Companies Act and SEBI Listing Regulations for ensuring that there is no conflict of interest. At the beginning of the year, we receive the disclosure from directors for the entities in which they are interested and the similar disclosures are also received at the time of appointment of directors. Whenever any business decisions are taken, the Board is informed about the interest of any particular director in that matter and such director will not be included in the discussion and decision pertaining to the matter wherein he/she is interested. We ensure that an Independent Director on the board of GCPL should not be a Non-Independent Director on the board of another company if there is a Non-Independent Director on GCPL's board who is also an Independent Director on the board of the same other company. This prevents a situation where two directors might influence each other's decisions across different companies, and create conflict of interest.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	Current FY 23-24	Previous FY 22-23	Details of improvements in environmental and social impacts
R&D	34.49%	1.76%	Sustainable packaging, product development, improving health benefits of products and lowering environmental impact
Capex	5%	5%	Solar power plants to expand our renewable energy portfolio and water harvesting installations to reduce our freshwater withdrawal

2.
 - a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)
 - b. If yes, what percentage of inputs were sourced sustainably?

Yes. As part of our sustainable procurement policy, we've covered 76% of our suppliers by procurement spends in FY 23-24. We are committed to helping our suppliers make their operations more sustainable with focus on four parameters - ethically driven, social focussed, green inspired and quality centered.

- 3 Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste
- Plastics (including packaging) : Our pre-consumer plastic waste generated in our manufacturing sites is sent for recycling to an authorized waste handler. We have partnered with a number of authorised waste management service providers for responsible collection, sorting, and recycling/co-processing of all our post-consumer plastic packaging.
 - E-waste : We dispose all e-waste through government approved e-waste recycler.
 - Hazardous waste : Each type of hazardous waste is disposed off inline with the stipulated guidelines and through authorised vendors. We submit annual returns and disclosures with respective state pollution control boards.
 - Other waste : Our manufacturing sites and our head office generates non-hazardous waste such as food, plastic, paper, and metal among others. All of this waste is segregated at source and sent to authorised vendors for recycling.
- 4 Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, we're 100% compliant to Extended Producer Responsibility (EPR).

Leadership Indicators

- 1 Has the Entity conducted Life Cycle Perspective / Assessments (LCA) for any of its Products (for Manufacturing Industry) or for its Services (for Service Industry)? If yes, provide details in the following format:

NIC Code	Name of Product / Service	% of Total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by Independent External Agency (Yes/No)	Results communicated in Public Domain (Yes/No) If yes, provide the web-link
20211, 20231, 20236	Aer Pocket, HIT Aerosol, Godrej Expert Crème, Godrej Ezee, Good knight coils	60%	Cradle-to-grave	Yes, LCA conducted by external agency.	Yes https://www.godrejcp.com/sustainability/codes-and-policies

- 2 If there are any Significant Social or Environmental Concerns and/or Risks arising from Production or Disposal of your Products / Services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same, alongwith Action taken to mitigate the same.

Name of Product / Service	Description of the Risk / Concern	Action Taken
No significant social or environmental risks found		

- 3 Percentage of Recycled or Reused Input Material to Total Material (by Value) used in Production (for Manufacturing Industry) or providing Services (for Service Industry):

Input material	Recycled or re-used input material to total material	
	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
	None	None

- 4 Of the Products and Packaging reclaimed at End of Life of Products, Amount (in Metric Tonnes) Reused, Recycled and Safely Disposed, for the Current Financial Year and the Previous Financial Year:

Particulars	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including Packaging)	None	17,995	None	None	18,750	None
E-Waste	None	None	None	None	None	None
Hazardous Waste	None	None	None	None	None	None
Other Waste	None	None	None	None	None	None

- 5 Reclaimed Products and their Packaging Materials (as Percentage of Products Sold) for each Product Category

Indicate Product Category	Reclaimed Products and their Packaging Materials as % of Total Products sold in respective Category
Plastic packaging	100% of all plastic packaging we have sold with our products has been reclaimed

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

- 1 a. Details of Measures for the Well-being of **Employees**:

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
PERMANENT EMPLOYEES											
Male	1,199	1,199	100%	1,199	100%	N/A	N/A	1,199	100%	1,199	100%
Female	299	299	100%	299	100%	299	100%	N/A	N/A	299	100%
Total	1,498	1,498	100%	1,498	100%	299	N/A	1,199	N/A	1,498	100%
OTHER THAN PERMANENT EMPLOYEES											
Male	3	3	100%	3	100%	N/A	N/A	3	100%	0	0%
Female	9	9	100%	9	100%	9	100%	N/A	N/A	0	0%
Total	12	12	100%	12	100%	9	N/A	3	N/A	0	0%

b. Details of Measures for the Well-being of **Workers**:

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
PERMANENT WORKERS											
Male	1,140	1,140	100%	1,140	100%	N/A	N/A	1,140	100%	0	0%
Female	64	64	100%	64	100%	64	100%	N/A	N/A	0	0%
Total	1,204	1,204	100%	1,204	100%	64	N/A	1,140	N/A	0	0%
OTHER THAN PERMANENT WORKERS											
Male	2,536	2,536	100%	2,536	100%	N/A	N/A	2,536	100%	0	0%
Female	1,905	1,905	100%	1,905	100%	1,905	100%	N/A	N/A	0	0%
Total	4,441	4,441	100%	4,441	100%	1,905	N/A	2,536	N/A	0	0%

c. Spending on measures towards well-being of Employees and Workers (including Permanent and Other than Permanent) in the following format:

Particulars	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Cost incurred on Well-being Measures as a % of Total Revenue of the Company	0.12%	0.11%

Note 1: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

Note 2: *Includes cost of accident insurance, health insurance, maternity leave benefit, paternity leave benefit, day-care facility cost.

Note: Reporting for permanent employees including permanent workers, management and non-management staff of the Company. The other than permanent employees and workers include those deployed through sub contractor and their wages including well-being measures are provided by the contractor.

2 Details of Retirement Benefits, for the Current Financial Year and the Previous Financial Year:

Benefits	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	No. of Employees covered as a % of Total Employees	No. of Workers covered as a % of Total Workers	Deducted and Deposited with the Authority (Y / N / N.A.)	No. of Employees covered as a % of Total Employees	No. of Workers covered as a % of Total Workers	Deducted and Deposited with the Authority (Y / N / N.A.)
Provident Fund (PF)	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
Employees' State Insurance (ESI)	0%	66%	Y	100%	100%	Y
Others	None	None	None	None	None	None

*Includes cost of accident insurance, health insurance, maternity leave benefit, paternity leave benefit, day-care facility cost.

Note: Reporting for permanent employees including permanent workers, management and non-management staff of the Company. The other than permanent employees and workers include those deployed through sub contractor and their wages including well-being measures are provided by the contractor.

3. **Accessibility of Workplaces:**

Are the Premises / Offices of the Entity accessible to Differently abled Employees and Workers, as per the Requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any Steps are being taken by the Entity in this regard:

Our Godrej One (Global headquarters) is accessible for differently abled employees and workers with infrastructural modifications being updated on an on-going basis. Modifications are in progress for regional and manufacturing units. We are focusing on internship and job hirings with special focus on PwD inclusivity to ensure all our offices and premises are accessible to all.

4 Does the Entity have an Equal Opportunity Policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a Web-link to the Policy:

Yes, please visit <https://godrejcp.com/people/diversity>

5 Return to Work and Retention Rates of Permanent Employees and Workers that took Parental Leave:

Gender	Permanent Employees		Permanent Workers	
	Return to Work Rate	Retention Rate	Return to Work Rate	Retention Rate
Male	100%	86%	100%	72%
Female	100%	89%	100%	100%
Total	100%	88%	100%	86%

6 Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

		Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes	We have a Grievance redressal committee to address Job related grievances of workers on regular basis. This is done through open houses, workmen representative, Canteen and safety committees that happen once a month wherein representatives from unionised workmen are involved and concerns / suggestions are considered, Grievance box where employees/workers can write their issues and drop it in the box and escalation to supervisors. Union bodies meet the management representatives on need basis if any urgent concern needs to be addressed.
Other than Permanent Workers	Yes	We have a Grievance redressal committee to address Job related grievances of workers on regular basis. This done through open houses which are conducted with management Contract supervisors have meetings once a month with the contract workers and any concerns raised are communicated to the management.

Yes/No
(If Yes, then give details of
the mechanism in brief)

Permanent Employees	Yes	We use Amber, a chat bot, to interact with team members across geographies. Through this platform, we capture people's experiences at a defined frequency based on their tenure in the Company. The feedback has helped us take both faster individual actions and make organisation-level changes based on emerging themes. We run annual Intune surveys to know the pulse of our employees and we have the whistleblower policy for any grievance redressal against our people and process.
Other than Permanent Employees	Yes	Other permanent employees can use the whistleblower channel for grievances. They also have access to Amber chat bot to send in their feedback/suggestions. They can also use informal channels where they can reach HR in person and voice their concerns.

7 Membership of Employees and Workers in Association(s) or Union(s) recognized by the Entity, for the Current Financial Year and the Previous Financial Year:

Category	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	No. of Employees		% (B / A)	No. of Employees		% (D / C)
	Total Employees / Workers in respective category (A)	/ Workers in respective category, who are part of Association(s) or Union (B)		Total Employees / Workers in respective category (C)	/ Workers in respective category, who are part of Association(s) or Union (D)	
Total Permanent Employees	1,498	0	0%	1,274	0	0%
Male	1,199	0	0%	1,038	0	0%
Female	299	0	0%	236	0	0%
Total Permanent Workers	1,204	818	68%	1,236	908	73%
Male	1,140	814	71%	1,193	886	74%
Female	64	4	6%	43	22	50%

8 Details of Training given to Employees and Workers:

Category	Financial Year 2023-24 (Current Financial Year)					Financial Year 2022-23 (Previous Financial Year)				
	Total (A)	On Health & Safety Measures		On Skills Upgradation		Total (D)	On Health & Safety Measures		On Skills Upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
EMPLOYEES										
Male	1,202	332	28%	964	80%	1,038	1,038	100%	482	46%
Female	308	54	18%	264	86%	236	236	100%	113	48%
Total	1,510	386	26%	1,228	81%	1,274	1,274	100%	595	47%
WORKERS										
Male	3,676	3,186	87%	1,119	30%	1,193	996	83%	1,033	87%
Female	1,969	1,445	73%	50	3%	43	35	81%	33	77%
Total	5,645	4,631	82%	1,169	21%	1,236	1,031	83%	1,066	86%

9. Details of Performance and Career Development Reviews of Employees and Workers for Current and Previous Financial Years:

Performance and career development reviews have been conducted for all employees eligible during the Financial Year.

Category	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
EMPLOYEES						
Male	1,202	1,202	100%	1,038	1,038	100%
Female	308	308	100%	236	236	100%
Total	1,510	1,510	100%	1,274	1,274	100%
WORKERS						
Male	3,676	0	0%	1,193	0	0%
Female	1,969	0	0%	43	0	0%
Total	5,645	0	0%	1,236	0	0%

10 Health and safety management system:

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?
- b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?
- c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Yes/N)
- d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

- a) Yes, All manufacturing sites of company are ISO 45001 certified. Company has a detailed safety & health management system (SHMS) which is based on recognised standards such as ISO 45001. In addition to it, company's safety and health management system (SHMS) covers all the legal requirements pertaining to companies operations.

SHMS system covers all site operations, employees, contractors & other stakeholder associated with sites' operations.

Company believes on continual improvement in SHMS implementation & effectiveness. Company has a system to check the system effectiveness based on findings from audits, inspection (internal & external), accident CAPA (Internal & external), legal changes. Company also reviews and assess SHMS system every 3 years and add best of the industrial practices in it.

- b) Company follows Hazard identification & risk assessment (HIRA) process based on ISO 45001 standard. Company also use specific techniques such as HAZOP, QRA for specific operations and risk. Employees, contractor and all other stakeholder takes part in HIRA process. Company has a trained team to carry out HIRA for all it's site operations.

All non-routine activities are controlled through a strong work permit system. Company ensure any new project or any change in terms of infrastructure, system or people goes through a detailed assessment for safety & health risk assessment.

Company has identified and created a list of significant risk and named it as "Critical To Safety". A detailed action plan to mitigate these risk at all sites is prepared and it's status is reviewed up to board level. Company has invested more than INR 15 CR on this in last two financial year.

- c) Yes, Company understand and value power of employee participation for improvement in safety and health condition. Company encourage worker participation in hazard identification related to work activities. Workers are trained for identifying hazards, near miss, safety related incident. Company also celebrate various safety celebration throughout the year to increase safety awareness at all levels. Company has provided them multiple options which includes a mobile base reporting app named as I Safe, Safety suggestion box, hazard register. They can also report any hazard through their safety committee representative. All sites of company have safety committee with equal representation from workers. Company also checks effectiveness of hazard reporting system and safety committee effectiveness through SHMS evaluation system.

Company safety policy gives right to all employee, contractor and stakeholder the freedom to take appropriate actions to save themselves from any hazard arising out of work related activities. We have a zero tolerance policy that prohibits any forceful work in unsafe conditions.

- d) Yes, all our sites have access to non-occupational medical and healthcare services either on-site or through tie-ups with reputed medical entities in close proximity. In addition, trained first aiders are available to respond appropriately to medical requirements.

Company also arrange frequent program to improve awareness about health and this includes yearly medical check up, celebration of heart day, yoga day etc. Company considers that mental health as one of the key risk & tied up with 1to1help. This service was freely available for all GCPL employees. In addition to this company also celebrate mental health awareness month.

11 Details of safety related Incidents in the following format:

Safety Incident / Number	Category (including Contract Workforce)	Financial	Financial
		Year 2023- 24 (Current Financial Year)	Year 2022-23 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.00	0.10
	Workers	0.07	0.59
Total Recordable Work-related Injuries	Employees	0	1
	Workers	15	26
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	1	1

Note 1: We have revised FY2022-23 data for LTIFR and recordable work-related injuries as we corrected manhours data and included medical and Restricted Work Cases in recordable cases. The revision has led to reduction in reported LTIFR for workers from 0.96 to 0.59 and with inclusion in recordable work-related injuries the data has been revised from 3 to 26 for the previous year.

Note 2: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

12 Describe the measures taken by the entity to ensure a safe and healthy work place.

Our company vision is to bring about a strong Safety and Health culture and create an incident free organization. We are committed to provide a safe and healthy work environment for the well-being of all GCPL employees & stakeholders.

In order to achieve our aspirations, we have outlined a four pillar approach towards safety. These four pillars include:

1. People and Culture
2. Safety Infrastructure
3. OHS Management System
4. Automation, Technology and AI

We believe that people are the key to build a strong safety culture and as a company we should strive to connect each and every employee by using innovative ways like hands on trainings, skits and safety competitions. Company has focused on improving safety awareness among all employees and contractual workforce. We arrange over 300 safety training programs across plants and cover over 25,000 employees and contractual workforce every year. As per our commitment to close gaps on identified critical to safety areas, we have been investing in improving our safety infrastructure and systems. Some of key projects covered in last two years are around;

- Fall protection system
- Electrical system upgrades
- Machine Guarding & LOTO provisions
- Fire prevention & protection system upgrade

Automation and AI is the new way of working & we believe it can help us making our operation safer. As a company we are looking at all such opportunities. Last year we have used Drone for inspection of boiler stacks health. This has helped us in reducing the risk significantly.

Our safety performance was also recognized by various renowned national agencies such as NSC, CII for improvement in safety.

13. Number of Complaints on the following made by Employees and Workers:

	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	No. of Complaints filed during the year	No. of Complaints pending resolution as at the close of the year	Remarks	No. of Complaints filed during the year	No. of Complaints pending resolution as at the close of the year	Remarks
Working Conditions	0	0	None	0	0	None
Health & Safety	0	0	None	0	0	None

14 Assessments for the year:

	% of Plants and Offices that were assessed (by the Entity or Statutory Authorities or Third Parties)
Health & Safety Practices Working Conditions	100% self-assessed
Working Conditions	100% self-assessed

15 Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

We have a robust OHS plan in place to ensure we take preventive measures. As per our commitment to close gaps on identified critical to safety areas, we have been investing in improving our safety infrastructure and systems. Some of key projects covered in last two years are around -

- Fall protection system
- Electrical system upgrades
- Machine Guarding & LOTO provisions
- Fire prevention & protection system upgrade

Automation and AI is the new way of working & we believe it can help us making our operation safer. As a company we are looking at all such opportunities. Last year we have used drone for inspection of boiler stacks health. This has helped us in reducing the risk significantly.

Leadership Indicators

1 Does the Entity extend any Life Insurance or any compensatory package in the event of death of:

(A) Employees (Y/N)	Yes
(B) Workers (Y/N)	Yes

2 Provide the Measures undertaken by the Entity to ensure that Statutory Dues have been deducted and deposited by the Value Chain Partners:

Our Sustainable Procurement Policy ensures assessment of all our suppliers for adhering to compliance and local regulations. As part of our engagement with the suppliers, we ensure they are compliant to all local laws applicable.

3. Provide the Number of Employees / Workers having suffered High Consequence Work-related Injury / Ill-health / Fatalities (as reported in Question 11 of Essential Indicators above), who have been rehabilitated and placed in suitable Employment or whose Family Members have been placed in suitable Employment: in the Current Year and the Previous Year:

Particulars	Total No. of affected Employees / Workers		No. of Employees / Workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Employees	0	0	0	0
Workers	1	0	1	0

- 4 Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

Yes. We provide Medical Policy portability option (pre-existing disease waiver) to superannuating employees

- 5 Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Working Conditions	76%
Health & Safety	76%

- 6 Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

After the assessment scoring, we worked with the suppliers who can better implement measures on health and safety and raise awareness in their operations. For example, for few of our suppliers we identified the need to get them ISO 45001 certified for occupational health and safety.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

- 1 Describe the processes for identifying key stakeholder groups of the entity.

In consultation with our multiple business functions, we identified and formed a list of the most relevant stakeholders who are critical to our business. For us, at GCPL, stakeholders are those individuals or groups of individuals who can be impacted by and have an impact on our products, operations and activities. We prioritised the stakeholders based on the extent of their influence on our business functions and also their dependence on us. In our double materiality assessment, we selected a representative sample of each stakeholder group from each location. We then conducted engagements through various forums and discussion platforms.

We organise periodic materiality study findings and share with the GCPL Board. In addition, we formulated a stakeholder engagement process that will enable us to consult them, keep them informed of the latest activities, engage with them regularly and collaborate with or empower them. Regulatory changes, inputs, requests from investors, evolving supplier scenario, feedback from CSR implementation partners and local communities are informed to the Board and their guidance is sought for way forward on these matters.

Our Board Members are a part of the CSR and ESG committee and the Board is updated about the discussions in these meetings during the Board Meetings. Few of our Board and Senior Management travel to various geographies for market assessment and obtaining firsthand feedback from various stakeholders. Our CSR committee Board members visit our programmes on ground and communicate directly with our beneficiaries and NGO partners on ground. Additionally, we conduct Investor and Analyst calls multiple times a year wherein the investors get a chance to interact with the Board/ senior Management and satisfy their queries.

- 2 List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	Email, townhalls, survey, function meetings, and conferences,	Monthly and quarterly	Company's development strategies
Suppliers	No (However, we have MSME supplier category)	Email, phone, meetings, assessments and audits	Need based	Materials, services, and pricing
Distributors	No	SMS, email, advertisements, meetings	Need based	New launches, schemes and retail engagement programmes
Consumers	No	SMS, email, advertisements, events	Need based	Product quality, safety of product
Investors	No	Email, meetings, annual report, newsletter	Quarterly, annually and need-based	Company financial performance and material information
Industry associations	No	Email, meetings, conferences	Half yearly, need based	Regulations, trends and long-term business and sustainability commitments
Regulators	No	Upload on regulator website	Quarterly, half yearly, annually and need based	Regulation and compliance
NGO partners	No	Phone, email, meetings, conferences, audits	Weekly, monthly, quarterly and project need based	Programme updates and progress on targets and sustainability of the programmes on ground
Beneficiaries	Yes (People from underprivileged communities)	NGO network, community discussion, meeting with beneficiary	Programme need based	Feedback on the programme, needs of the community

Leadership Indicators

- 1 Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

We organise periodic materiality study findings and share with the GCPL Board. In addition, we formulated a stakeholder engagement process that will enable us to consult them, keep them informed of the latest activities, engage with them regularly and collaborate with or empower them. Regulatory changes, inputs, requests from investors, evolving supplier scenario, feedback from CSR implementation partners and local communities are informed to the Board and their guidance is sought for way forward on these matters.

Our Board Members are a part of the CSR and ESG committee and the Board is updated about the discussions in these meetings during the Board Meetings. Few of our Board and Senior Management travel to various geographies for market assessment and obtaining firsthand feedback from various stakeholders. Our CSR committee Board members visit our programmes on ground and communicate directly with our beneficiaries and NGO partners on ground. Additionally, we conduct Investor and Analyst calls multiple times a year wherein the investors get a chance to interact with the Board/ senior Management and satisfy their queries.

- 2 Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes. We carried out a formal stakeholder engagement process while carrying out double materiality assessment in 2024. Our stakeholders provided inputs and covered a number of ESG material concerns, which have been incorporated into our ESG focus areas. For example, sustainable packaging and greener products were one of the biggest priorities. These have become imperative to our focus and we are working to reduce our plastic packaging intensity, increase our recyclable plastic packaging and find ways to lower the overall environmental impact of our products. In 2020, our previous materiality assessment revealed occupational health and safety a top material topic. Since then we have launched a Safety and Health policy and have built a robust process to create a safe and healthy work environment for all GCPL stakeholders - GCPL employees, business associates, processors, contractors, sub-contractors, vendors, transporters, customers, and visitors.

- 3 Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalized stakeholder groups.

None. We will consider tracking and documenting this information in FY 25.

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

- 1 Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Employees	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	Total (A)	No. of Employees / Workers covered (B)	% (B/A)	Total (C)	No. of Employees / Workers covered (D)	% (C/D)
EMPLOYEES						
Permanent	1,498	295	20%	1,274	1,274	100%
Other than Permanent	12	0	0%	19	0	0%
Total	1,510	295	20%	1,293	1,274	99%
WORKERS						
Permanent	1,204	706	59%	1,236	1,143	92%
Other than Permanent	4,441	3,445	78%	4,077	3,819	94%
Total	5,645	4,151	74%	5,313	4,962	93%

2 Details of minimum wages paid to employees and workers, in the following format:

	Financial Year 2023-24 (Current Financial Year)					Financial Year 2022-23 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
	PERMANENT EMPLOYEES	1,498	0	0%	1,498	100%	1,274	0	0%	1,274
Male	1,199	0	0%	1,199	100%	1,038	0	0%	1,038	100%
Female	299	0	0%	299	100%	236	0	0%	236	100%
OTHER THAN PERMANENT EMPLOYEES	12	0	0%	12	100%	19	0	0%	19	100%
Male	3	0	0%	3	100%	11	0	0%	11	100%
Female	9	0	0%	9	100%	8	0	0%	8	100%
PERMANENT WORKERS	1,204	0	0%	1,204	100%	1,236	0	0%	1,236	100%
Male	1,140	0	0%	1,140	100%	1,193	0	0%	1,193	100%
Female	64	0	0%	64	100%	43	0	0%	43	100%
OTHER THAN PERMANENT WORKERS	4,441	0	0%	4,441	100%	4,077	0	0%	4,077	100%
Male	2,536	0	0%	2,536	100%	2,717	0	0%	2,717	100%
Female	1,905	0	0%	1,905	100%	1,360	0	0%	1,360	100%

3 Details of Remuneration / Salary / Wages:

a. Median Remuneration / Wages:

Particulars	Male		Female	
	Number	Median Remuneration / Salary / Wages of respective Category	Number	Median Remuneration / Salary / Wages of respective Category
		(in ₹)		(in ₹)
Board of Directors (BoD)	5	2,840,000	6	4,200,000
Key Managerial Personnel (KMP)*	3	29,199,584	1	66,655,970
Employees other than BoD and KMPs	1,196	858,590	298	840,035
Workers	1,140	385,969	64	109,231

*KMPs include the Chairperson and Managing Director and CEO who are also covered in the number of Board of Directors

b. Gross Wages paid to Females as % of Total Wages paid by the Entity, in the following format:

	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Gross Wages paid to Females as % of Total Wages	18%	18%

Note 1: We have reported salaries and wages for permanent employees and workers

Note 2: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

Note 3: Reporting for permanent employees including permanent workers, management and non-management staff of the Company. The other than permanent employees and workers include those deployed through Sub contractor and their wages including well-being measures are provided by the contractor.

- 4 Do you have a focal point (individual / committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? - Yes. The Board-level ESG committee is responsible for addressing human rights impacts of our business.
- 5 Describe the internal mechanisms in place to redress grievances related to human rights issues.

For POSH, we have a dedicated complaint mechanism. We also have a whistle blower policy to report any issues including human rights complaints. We are working to build a dedicated grievance redressal system to cover all aspects of human rights.

6. Number of complaints on the following made by employees and workers:

Employees	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	Filed during the Year	Pending resolution at the end of the Year	Remarks	Filed during the Year	Pending resolution at the end of the Year	Remarks
EMPLOYEES						
Sexual Harassment	1	1	Case received in March 2024	5	2	Investigations were completed at the end of the year and resolved in FY23-24.
Discrimination at Workplace	0	0	N/A	0	0	N/A
Child Labour	0	0	N/A	0	0	N/A
Forced Labour / Involuntary Labour	0	0	N/A	0	0	N/A
Wages	0	0	N/A	0	0	N/A
Other Human Rights related Issues	0	0	N/A	0	0	N/A

- 7 Complaints filed under the sexual harassment of women at workplace (prevention, prohibition and redressal) act, 2013, in the following format:

	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	1	5
Complaints on POSH as a % of Female Employees / Workers	0.04%	0.30%
Complaints on POSH upheld	0	5

Note 1: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

8 Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

We have set up a complaints committee for grievance redressal and we have this communicated through our policy roll-out to share points of contact. We have launched Conduct, a virtual platform for the reporting and redressal of complaints against sexual harassment to enable anonymous reporting and discussions. Our gender-neutral policy enables our employees from all genders to avail the protection against sexual harassment at the workplace. Post resolution of POSH complaints, decisions such as change of teams, locations, working arrangements, termination of respondent etc. further prevent adverse consequences.

9 Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes. All our suppliers are part of the sustainable supply chain policy where Human Rights indicators form a core part of the policy.

10 Assessments for the year:

% of your plants and offices that were assessed (by entity or statutory authorities or third parties)	
Child labour	93%
Forced Labour/Involuntary Labour	93%
Sexual harassment	93%
Discrimination at workplace	93%
Wages	93%
Others – please specify	93% Self-assessed for Freedom of Association, Health & Safety, Security and Community Development, Worker welfare

11 Provide Details of any Corrective Actions taken or underway to address Significant Risks / Concerns arising from the Assessments at Question 10 above:

Our robust assessment deep dives in our operations to mirror the reality on ground. Working closely with our key stakeholders we identified 10 salient human rights issues in our operations. These are the most important human rights at risk of negative impacts in our business operations and activities.

Our 10 salient human rights issues

1. Child labour
2. Forced labour
3. Discrimination
4. Freedom of Association and collective bargaining
5. Health and Safety
6. Working hours, wages and leaves
7. Fair treatment and equal remuneration
8. Community impact
9. Reporting and feedback
10. Worker welfare

We have developed action plans for our 10 salient issues. These plans are customised for each region based on their assessment scores and they lay out our strategy to address and strengthen our response on every parameter. The plan defines the actions our teams need to take on ground. The plan takes into consideration the best-in-class standards and international laws of human rights.

Leadership Indicators

- 1 Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

One thing we implemented is for each employee to acknowledge the Code of Conduct at the time of their joining, to ensure they up-hold the values of safety, respect and Human Rights at Godrej. The Code of Conduct also provides information on points of contact who will take any complaints in this respect forward. We have also started POSH sensitization workshops in partnership with experienced third party vendors and all employees have to mandatorily complete POSH eLearning module on the employee portal. The IC members have to undergo trainings every 6 months on how to deal with cases and provide support to the aggrieved parties. Complaints and cases are tracked and reviewed at the central level by leadership and HR teams at periodic basis.

- 2 Details of the scope and coverage of any Human rights due-diligence conducted.

From fiscal year 2022-2024, we assessed 93% of our sites and covered employees, workers, contract workers and community members across 13 manufacturing plants. We also assessed suppliers covering 76% of our procurement spends for human rights impacts. The assessments covered our own employees, third-party and contract employees, women, children, migrant workers, and local communities.

- 3 Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Our Godrej One (Global headquarters) is accessible for differently abled visitors and workers with infrastructural modifications being updated on an on-going basis. Modifications are in progress for regional and manufacturing units. Third party contractors are employed to conduct independent audits of our infrastructure in our manufacturing units so that we improve our facilities at a regular basis.

- 4 Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	76%
Forced Labour/Involuntary Labour	76%
Discrimination at workplace	76%
Child labour	76%
Wages	76%
Others – please specify	

- 5 Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

After the assessment scoring, we worked with the suppliers who can better implement measures on human rights and raise awareness in their operations. For example, for few of our suppliers we identified the need to integrate POSH awareness for their employees as part of their on-going trainings.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

- 1 Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Particulars	Unit	FY 23-24	FY 22-23
From renewable sources			
Total electricity consumption (A)	MJ	2,58,10,052	2,53,54,444
Total fuel consumption (B)	MJ	21,32,46,021	22,14,97,384
Energy consumption through other sources (C)		-	-
Total energy consumption (A+B+C)	MJ	23,90,56,073	24,68,51,828
From non-renewable sources			
Total Electricity Consumption (D)	MJ	12,23,93,299	12,38,04,580
Total fuel consumption (E)		51,30,04,527	47,99,22,871
Energy consumption through other sources (F)	MJ	-	-
Total Energy consumed from Non-Renewable Sources (D+E+F)	MJ	63,53,97,826	60,37,27,451
Total energy consumed (A+B+C+D+E+F)	MJ	87,44,53,899	85,05,79,279
Energy intensity per rupee of turnover (Total energy consumed/ revenue from operations in crore rupees)	MJ / Rupee	0.011	0.011
Energy Intensity per Rupee of Turnover adjusted for Purchasing Power Parity (PPP in USD Million) (Total Energy consumed / Revenue from Operations adjusted for PPP)	MJ / USD	0.024	0.026
Energy intensity in terms of physical output	MJ / MT of Product	2,367	2,558

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. YES. Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP

Note 2: Renewable and Non - Renewable calculation has been updated for the FY 22-23 basis the calorific value and conversation factors of 2006 IPCC Guidelines for National Greenhouse Gas Inventories - Volume 2 Chapter 1.

For renewable sources, earlier as per old methodology the energy consumptions was 27,71,59,210 MJ and with new methodology there is a change in total energy consumption to 24,68,51,828 MJ. For non-renewable sources, earlier as per old methodology the energy consumptions was 59,85,83,293 MJ and with new methodology there is a change in total energy consumption to 60,37,27,451 MJ. Overall due to the change in methodology, there is a change in total energy consumed from 87,57,42,504 MJ to 85,05,79,279 MJ for the previous year.

Note 3: We've used the latest PPP conversion factor published for India in 2022 by OECD - 22.88

- 2 Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any

Not Applicable

3 Details of total water consumption in the following format:

Parameter	Unit	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Water Withdrawal by Source (in Kilolitres)			
(i) Surface water	kl	0	0
(ii) Groundwater	kl	3,36,136	3,36,755
(iii) Third party water	kl	1,37,797	1,58,665
(iv) Seawater / desalinated water	kl	0	0
(v) Others – Rainwater	kl	20,53,390	19,34,946
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	kl	25,27,323	24,30,366
Total volume of water consumption (in kilolitres)	kl	25,27,323	24,30,366
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	kl / Rupee	0.0000306	0.0000323
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)			
(Total water consumption / Revenue from operations adjusted for PPP in USD million)	Kl / USD	0.0000699	0.0000738
Water intensity in terms of physical output	kl / MT of Product	6.84	7.31

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. YES. Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP

Note 2: There is a re-categorization of municipal water from surface to third party sources and we have also added quantity of rain water harvested for FY 2022-23 in Others. The values have also revised for the ground water quantity for FY 2022-23 which has led to change in total volume of water withdrawal from 4,95,147 kl to 24,30,366 kl for the previous year.

Note 3: We've used the latest PPP conversion factor published for India in 2022 by OECD - 22.88

4 Water Discharge by destination and levels of Treatment

	FY 23-24	FY 22-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0	0
No treatment		
With treatment – please specify level of treatment		
(ii) To Groundwater	0	0
No treatment		
With treatment – please specify level of treatment		
(iii) To Seawater	0	0
No treatment		
With treatment – please specify level of treatment		

	FY 23-24	FY 22-23
(iv) Sent to third parties	0	0
No treatment		
With treatment – please specify level of treatment		
(v) Others	0	0
No treatment		
With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	0	0

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

YES. Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP

- 5 Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, we have set up a ZLD process at each of our plant locations.

In the North, the Common effluent treatment plant (CETP) at the Baddi site act as a central processing unit, where other plants transfer all the effluents after primary treatment, whereas at the Jammu location, we recycle treated water and use for domestic purpose like plantation and flushing in our plant, along with ETP/STP.

There are no waste water generated in our processes at south cluster; instead, only lab wash waters is discharged. At South cluster, we ensure ZLD in all our units by utilising STP to treat household waste water. No water is discharged out of any of our plant locations as the treated water is used for domestic purposes.

- 6 Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

	Unit	FY 23-24	FY 22-23
NOx	Tonnage (t)	85	88.8
SOx	Tonnage (t)	255	136.4
Particulate matter (PM)	Tonnage (t)	60	49.3
Persistent organic pollutants (POP)		N/A	N/A
Volatile organic compounds (VOC)		N/A	N/A
Hazardous air pollutants (HAP)		N/A	N/A
Others – please specify		N/A	N/A

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

YES. Independent assurance carried out by KPMG Assurance and Consulting Services LLP and monthly environmental testing and assessment carried out by MOEF&CC approved agency - Advanced Environmental Testing and Research Lab Ltd.

- 7 Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

	Unit	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Total Scope 1 Emissions	Metric tonnes of CO2 equivalent	36,076	33,370
Total Scope 2 Emissions	Metric tonnes of CO2 equivalent	24,362	24,643
Total Scope 1 and Scope 2 Emission Intensity per Rupee of Turnover (Total Scope 1 and Scope 2 GHG Emissions / Revenue from Operations)	MT CO2 eq. / Rupee	0.0000007	0.0000008
Total Scope 1 and Scope 2 Emission Intensity per Rupee of Turnover adjusted for Purchasing Power Parity (PPP in USD Million) (Total Scope 1 and Scope 2 GHG Emissions / Revenue from Operations adjusted for PPP)	MT CO2 eq. / USD	0.0000017	0.0000018
Total Scope 1 and Scope 2 Emission Intensity in terms of Physical Output	MT CO2 eq. / MT of Product	0.16	0.17

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. YES. Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP

Note 2: Calculation for Scope 1 has been updated for the FY 22-23 basis the Greenhouse Gas Protocol Stationary Combustion tool Version 4-1 including tCO2e (equivalent emission). This has led to change in Scope 1 emission from 33,803 tCO2e to 33,370 tCO2e for the previous year.

Note 3: Calculation has been updated for Scope 2 for FY 22-23 basis the emission factors of 2006 IPCC Guidelines for National Greenhouse Gas Inventories - Volume 2 Chapter 1 including tCO2e (equivalent emission). This has resulted in change of Scope 2 emission from 26,895 tCO2e to 24,643 tCO2e for the previous year.

Note 4: We've used the latest PPP conversion factor published for India in 2022 by OECD - 22.88

- 8 Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Yes, GCPL has installed several solar power plants to increase the renewable energy consumption and reduce GHG. We also purchase open access power and use biomass for thermal energy requirement in our boilers. GCPL is also planning to set up a 1.5 MW Biomass based Cogeneration Power Project in Malanpur, Gwalior to replace natural gas.

In addition to increasing renewable energy consumption, GCPL also has a strong energy efficiency programme and specific energy reduction targets. During FY 23-24, GCPL completed 65 energy efficiency projects. We are also committed to the Climate Org's EP100 initiative, to double our energy productivity by 2030 as against the 2018 baseline.

9 Provide details related to waste management by the entity, in the following format:

Parameter	Financial Year 2023- 24 (Current Financial Year)	Financial Year 2022- 23 (Previous Financial Year)
Total Waste Generated (in Metric Tonnes)		
Plastic Waste (A)	1,029	1,339
E-Waste (B)	1.34	2
Bio-medical Waste (C)	-	-
Construction and Demolition Waste (D)	-	-
Battery Waste (E)	0	0
Radioactive Waste (F)	-	-
Other Hazardous Waste - Please specify, if any (G)	409	235
Other Non-Hazardous Waste generated (H) - Please specify, if any (Break-up by composition, i.e., by materials relevant to the sector)	2,458	3,560
Total (A + B + C + D + E + F + G + H)	3,898	5,136
Waste Intensity per Rupee of Turnover (Total Waste Generated / Revenue from Operations)	0.000000047 MT of Waste / Rupee	0.000000068 MT of Waste / Rupee
Waste Intensity per Rupee of Turnover adjusted for Purchasing Power Parity (PPP in USD Million) (Total Waste Generated / Revenue from Operations adjusted for PPP)	0.000000108 MT of waste / USD	0.000000156 MT of waste / USD
Waste Intensity in terms of physical output	0.01 MT of Waste / MT of Product	0.02 MT of Waste / MT of Product
For each category of waste generated, total waste recovered, through recycling, re-using or other recovery operations (in metric tonnes)		
(i) Recycled	3482	4,223
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	3482	4223
For each category of waste generated, total waste disposed, by nature of disposal method (in metric tonnes)		
(i) Incineration	5.33	97
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	5.33	97

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. YES. Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP

Note 2: There was a change in methodology to capture the plastic waste we generate at our manufacturing sites in FY 2023-24 and accordingly the values for FY 2022-23 have been restated to enable comparability of information with FY 2022-23. This has resulted in change in our plastic waste from 933 MT to 1,339 MT for the previous year which in turn increased our total waste generated from 4,730 MT to 5,136 MT for the previous year

Note 3: We have recycled previous year's waste in FY23-24

Note 4: We have used the latest PPP conversion factor published for India in 2022 by OECD - 22.88

- 10 Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

GCPL committed strategy of waste reduction in Waste Management Policy to reduce the hazardous waste generation in manufacturing facilities.

Waste management hierarchy – Avoid, Reuse, Recycle, Energy recovery, and Treatment & Disposal.

Link - https://godrejcp.com/public/pdfs/codes_policies/sustainability/Waste-Management-Policy.pdf

- 11 If the entity has operations / offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) Where environmental approvals / clearances are required, please specify details in the format:

Sr. no	Location of	Whether the conditions of environmental approval / clearance are being complied with? (Y/N)	If no, the reasons thereof and corrective action taken, if any.
NA	N/A	N/A	All of our operations and offices are situated in designated industrial zones and complying to all environmental standards of impact assessment. We do not have any facilities or operations in ecologically sensitive areas where environmental approvals / clearances are required

- 12 Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and Brief Details of Project	EIA Notification No.	Date	Whether conducted by Independent External Agency (Yes / No)	Results communicated in Public Domain (Yes / No)	Relevant Web link
New plant set-up at Chengalpattu, Tamil Nadu.					
Procurement of EC was done by the land-owner, i.e., OneHub, as per agreed scope. Hence, the EIA was conducted by OneHub by themselves for new GCPL plant at Plot no 38, Survey No 91, Kunnappattu Village, Manamathy PO, Thiruporur taluk, Chengalpattu district, Panchanthiruthi Kunnappattu Paiyanur Amur, CHENGALPATTU, TAMIL NADU, Kunnappattu Govt. School, 603105	EC23B3812TN5860245N	16/03/2024	Yes	No	None

13. Is the Entity compliant with the applicable Environmental Law / Regulations / Guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder (Y/N). If not, provide Details of all such Non-compliances, in the format:

Sr. no	EIA Specify the law / regulation / guidelines which was not complied with	Provide details of the noncompliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
N/A – All GCPL units are compliant with applicable environmental law/regulations/guidelines in India under Water and Air Act and Environmental protection Act 1986.				

Leadership Indicators

1. Water Withdrawal, Consumption and Discharge in Areas of Water Stress (in Kilolitres):

For each facility / plant located in areas of Water stress, provide the following information:

- Name of the areas: Our plants in Karaikal, Chennai, Kathua and Malanpur – Coil 6, Coil 7, Coil 9, Coil 11, Conso, Kathua, MM Nagar, and Malanpur are considered in FY23-24, and in addition Baribrahma in FY22-23.
- Nature of operations: Manufacturing GCPL products
- Water Withdrawal, Consumption and Discharge in the following format:

Parameter	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
Water Withdrawal by Source (in kilolitres)		
(i) Surface Water	0	0
(ii) Groundwater	263,833	2,15,339
(iii) Third Party Water	137,797	1,58,665
(iv) Seawater / Desalinated water	0	0
(v) Others - Rainwater	5,17,101	4,56,966
Total Volume of Water Withdrawal (in Kilolitres)	9,18,731	8,30,970
Total Volume of Water Consumption (in Kilolitres)	9,18,731	8,30,970
Water Intensity per Rupee of Turnover (Water Consumed / Turnover)	0.000011	0.000011
Water Intensity in terms of physical output	2.49 kl / MT of product	2.50 kl / MT of product
Water Discharge by Destination and Level of Treatment (in Kilolitres)		
(i) Into Surface water	0	0
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater	0	0
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater	0	0
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties	0	0
- No treatment		
- With treatment – please specify level of treatment		
(v) Others	0	0
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	0	0

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. YES. Independent assurance carried out by KPMG Assurance and Consulting Services LLP

Note 2: There is a re-categorization of municipal water from surface to third party sources for FY 2022-23 and we have also added quantity of rain water harvested for FY 2022-23 in Others. We updated the total water withdrawal basis additional sites for FY 2022-23 which were not considered earlier and this leads to change in previous year quantity from 3,30,763 KL to 8,30,970 KL for FY 22-23.

- 2 Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	Financial Year	Financial Year
		2023-24 (Current Financial Year)	2022-23 (Previous Financial Year)
Total Scope 3 Emissions	Metric tonnes of CO2 equivalent	14,82,327	13,33,796
Total Scope 3 Emissions per Rupee of Turnover	Metric tonnes of CO2 equivalent / Rupee	0.000018	0.000018
Total Scope 3 Emission Intensity in terms of physical output	Metric tonnes of CO2 equivalent / MT of product	4.01	4.01

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. YES. Independent assurance carried out by KPMG Assurance and Consulting Services LLP

- 3 With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

All of our operations and offices are situated in designated industrial zones and complying to all environmental standards of impact assessment. We do not have any facilities or operations in ecologically sensitive areas where environmental approvals / clearances are required

- 4 If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Energy Saving	Installation of Air Pre-heater in HWG	209,302
2	Energy Saving	TRM motor rating reduction on L2	206,800
3	Energy Saving	Dedicated Brine chillers for Stampers for both the Lines	203,200
4	Energy Saving	Dedicated Water chiller for Both the Lines	102000
5	Energy Saving	Roof Top Solar Panel 315kva	98,880
6	Energy Saving	Shrink Wrap Machine-reducing the heater numbers	86,400
7	Energy Saving	Eliminate cold well pump in water chiller	79,200
8	Energy Saving	Replacement of water chiller in soap plant line 1	75,000
9	Energy Saving	Replacement of compressed worm with Linear worm on line 3	60,900

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
10	Energy Saving	Unigas Burner in HAG	48,606
11	Energy Saving	Installing 15 KW VFD + by replacing 18.5KW compressor	47,343
12	Energy Saving	Extruder 30HP Motor replaced with 25HP motor in M/C 1	46,488
13	Energy Saving	Replacement of USN 3 stamper with IMSA	45,000
14	Energy Saving	Reduce UB cutter motor size on Line-2	39,600
15	Energy Saving	Installation of VSD vacuum pump	37,620
16	Energy Saving	Air pressure reduction from 7.5 bar to 6.5 bar (7%* 22 kw*24 hrs*12 month)	30,492
17	Energy Saving	7.5HP motor to be replaced with 5HP in both machine hopper	23,244
18	Energy Saving	VFD for RC Fans	21,965
19	Energy Saving	1 HVLS fan installation in place of 18 wall mounting industrial fans	20,592
20	Energy Saving	Reduce no. of light in in RM/PM by installing flood light	20,592
Total Energy Saving in Kwh			1,503,224
5	Water Saving	Dehumidifier system	600
6	Water Saving	Installation of Eco 365 tapes in canteen and toilets	29
7	Water Saving	Reduction of water holding capacity of Hot/Cold well of chillers	500
Total WaterSaving in KL			1,129

- 5 Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

We have built a sturdy Business Continuity Plan to further strengthen our business. Our Business Continuity Plan (BCP) consists of annual budgeting, long-term budgeting, a career development plan for employees and succession plan for all the key positions. The assessed operational impacts include those related to life safety, customer service, revenue/ cash flow, public image, regulatory, product development, competitive advantage, financial control/ reporting, liability increase.

The main objective is to ensure business continuity and zero negative impact on society, environment, stakeholders and economic losses. To make this BCP more robust in the company, organization conducts internal and external risk assessments and trainings for its employees and workers. Major organizational risks are identified, measured, monitored and reviewed by central risk review committee. This risk review committee consists of board of directors.

- 6 Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

GCPL has a sustainable procurement policy (https://godrejcp.com/public/pdfs/codes_policies/sustainability/Sustainable-Procurement-Policy.pdf) under which the expectations for our suppliers are outlined to improve their sustainability performance. As part of the policy, GCPL engages a third party agency to conduct an annual supplier sustainability assessment and gives the suppliers feedback on areas of improvement. In addition, we continuously share our ESG best practices with our suppliers through periodic engagement.

- 7 Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

76%

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

- 1 a. Number of Affiliations with Trade and Industry Chambers / Associations: 12
- b. List the Top 10 Trade and Industry Chambers / Associations (determined based on the total Members of such Body) the Entity is a Member of / affiliated to:

Sr. no	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Indian Beauty & Hygiene Association	National
2	The Indian Society of Advertisers	National
3	The Market Research Society of India	National
4	Bombay Chambers of Commerce	National
5	Advertising Standards Council of India	National
6	Home Insect Control Association	National
7	Federation of Indian Chambers of Commerce & Industry	National
8	Confederation of Indian Industry	National

- 2 Provide Details of Corrective Action taken or underway on any Issues related to Anti-competitive Conduct by the Entity, based on Adverse Orders from Regulatory Authorities:

Name of authority	Brief of the case	Corrective action taken
None	None	None

Leadership Indicators

- 1 Details of public policy positions advocated by the entity:

Sr. no	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
1	Promoting safe use of household insecticides in India by demanding a crackdown on production and import illegal mosquito repellent incense sticks laced with unapproved harmful chemicals (insecticides/ pesticides). This can cause health issues such as asthma, bronchitis, reactive airways disease and other respiratory ailments.	Formal representation at the central and state govt levels	Yes. The action taken basis our representations was taken up in Lok Sabha by Shri Bhagwanth Khuba, Minister of State for Chemicals and Fertilisers, Govt of India. https://sansad.in/getFile/loksabhaquestions/annex/1714/AU2141.pdf?source=pqals	N/A	https://sansad.in/getFile/loksabhaquestions/annex/1714/AU2141.pdf?source=pqals

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of Projects undertaken by the Entity based on Applicable Laws, in the Current Financial Year:

Name and Brief Details of the Project	SIA Notification No.	Date of Notification	Whether conducted by Independent External Agency (Yes / No)	Results communicated in Public Domain (Yes / No)	Relevant Web-link
No social impact assessments were carried out in FY24					

2. Information on Project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by the Entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the Financial Year (in Rs.)
NA						

3. Describe the mechanisms to receive and redress grievances of the community.

GCPL is committed to respecting the rights of local communities. Our Human Rights policy explicitly commits to the principle of free, prior and informed consent, and support its implementation by relevant national authorities within their legal frameworks. It is for this reason that most of its manufacturing units are set up in pre-designated industrial zones. The HR/Admin teams are in regular communication with the local government and communities for CSR project needs and implementation. All meetings between our NGO partners, CSR teams and the communities is summarised to gauge pur programme impacts, challenges and scope for improvement.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Particulars	Financial Year 2023-24 (Current Financial Year)	Financial Year 2022-23 (Previous Financial Year)
	Directly sourced from MSMEs / Small Producers	24%
Sourced directly from within India	90%	88%

Note 1: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

5 Job creation in smaller towns

Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost

Location	FY23-24	FY22-23
Rural	14%	13%
Semi-urban	6%	8%
Urban	13%	17%
Metropolitan	66%	62%

Note 1: We have considered total wage cost as - Salaries and wages as per Note 38 and Processing and other manufacturing charges as reported in Note 41 in Audited Standalone Financial Statements for the year ended March 31, 2024, and the same has been bifurcated in rural/semi-urban/urban/metropolitan, as per our reporting boundary.

Note 2: Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

Leadership Indicators

- 1 Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
N/A	

- 2 Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

Sr. no	State	Aspirational District	Amount spent (In INR)
1	Chhattisgarh	Bastar	4,755,671
2	Chhattisgarh	Kondagaon	5,808,831
3	Uttar Pradesh	Sonbhadra	4,575,671
4	Maharashtra	Gadchiroli	2,718,915

- 3 (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? - No
- (b) From which marginalized /vulnerable groups do you procure? - No
- (c) What percentage of total procurement (by value) does it constitute? - No

- 4 Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
N/A			

- 5 Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
	N/A	

- 6 Details of beneficiaries of CSR Projects:

CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
Salon-I programme	1,541 women entrepreneurs; 9,320 women	100%
EMBED Malaria Elimination	1,01,13,560 people	100%
EMBED Dengue Control	18,06,435 people	100%
EMBED civic action Mumbai	7,20,000 people	60%
EMBED civic action Chattishgarh, MP, UP	33,19,550 people	100%
Waste Management - Pondicherry	2,44,377 people	10%
Waste management - Malanpur	18,750 people	80%
Waste management - Palashbari	4,963 people	30%
Waste management Kasauli	12,000 people	20%
Waste management - Goa	1,61,772 people	5.08%

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

- 1 Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

We have a consumer grievances Standard Operating Procedure that is executed by the Quality control team. All consumer complaints, feedback, requests and queries are received via calls, website and social media and assigned a unique code for further processing. All grievances are closed within 15 working days of receiving.

- 2 Turnover of products and/or services as a percentage of turnover from all products / services that carry information about:

Particulars	As a Percentage to Total Turnover
Environmental and social parameters relevant to the product	0.40%
Safe and responsible usage	19.00%
Recycling and/or safe disposal	26.00%

3 Number of consumer complaints in respect of the following for the current year and the previous year:

Particulars	Financial Year 2023-24 (Current Financial Year)			Financial Year 2022-23 (Previous Financial Year)		
	Received during the Year	Pending resolution at end of Year	Remarks	Received during the Year	Pending resolution at end of Year	Remarks
Data Privacy	0	0	N/A	0	0	N/A
Advertising	44	0	Complaints in promo campaigns painted on consumer walls. Respective sales and marketing teams have resolved these and have been informed to avoid such campaign paintings on the customer's house/ ground walls.	0	0	N/A
Cyber-Security	0	0	N/A	0	0	N/A
Delivery of Essential Services	0	0	N/A	0	0	N/A
Restrictive Trade Practices	0	0	N/A	0	0	N/A
Unfair Trade Practices	0	0	N/A	0	0	N/A
Other	25,599	18	Product customer complaints resolved through calls, mails and replacements. The pending complaints came in end of March and were resolved in April 2024	34,825	0	N/A
			N/A			

4 Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	None	N/A
Forced recalls	None	N/A

5 Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, the Information Security Management System policy is available on <https://godrejcp.com/sustainability/codes-and-policies>

6 Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

N/A

- 7 Instances involving loss / breach of data of customers as a % of total data breaches or cyber security events
- a. Number of instances of data breaches - 0
 - b. Percentage of data breaches involving personally identifiable information of customers - 0
 - c. Impact, if any, of the data breaches - Not applicable

Reasonable independent assurance carried out by KPMG Assurance and Consulting Services LLP for this indicator

Leadership Indicators

- 1 Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

All product information is available on www.godrejcp.com

- 2 Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We provide responsible usage directions on all our packaging labels, our websites, and social media handles

- 3 Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

N/A

- 4 Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. - **No**

Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? - **Yes**

In the fiscal year 2023-24, we covered over 50,000 consumers and their perception of our brands. We reached these consumers through various channels, online and offline, randomly at their homes or at central locations to gather insights. This survey covered nearly 90% of our brands by revenue.

Report on Corporate Governance

Company's Philosophy On Corporate Governance

Corporate governance refers to the framework of rules and practices through which the Board of Directors ensures accountability, fairness, and transparency in a company's relationship with all its stakeholders.

The Company is a part of over 125-year young Godrej Group, which has established a reputation for honesty, integrity, and sound governance. Its philosophy on corporate governance envisages attaining the highest levels of transparency, accountability, and equity in all facets of its operations and interactions – whether it is with shareholders, employees, lenders, or the government. The Company is committed to achieve and maintain the highest standards of corporate governance. It believes that all its actions must serve the underlying goal of enhancing the overall stakeholder value over a sustained period.

1. BOARD OF DIRECTORS

Godrej Consumer Products Limited's (GCPL) corporate governance practices are shaped by its Board of Directors. The Board is committed to protect the long-term interests of all our stakeholders, and considering this, it provides objective

and prudent guidance to the management. Information related to the procedures, composition, committees, and several other factors of the Board is provided below.

A. Board procedures and effectiveness

Effective corporate governance is vital to us. The effectiveness of our Board of Directors, in particular, plays a critical role in the overall functioning and growth of our company. Our process ensures that our Board is aligned with the interests of our shareholders and is consistently striving to enhance its performance.

On the date of this Report, GCPL has a 10 member Board with 5 Independent Directors (11 members as on March 31, 2024 including 6 independent directors), who are eminent professionals from diverse fields, with expertise in finance, information systems, marketing, and corporate strategy. None of the Independent Directors have had any material association with the

Godrej Group in the past. The Board of Directors also confirms that Independent Directors fulfil conditions specified in Listing Regulations and are independent of management. In line with the accepted best practices, to strengthen the focus and quality of discussion at the Board, GCPL's Board has appointed Ms. Ireena Vittal as the lead Independent Director. She has the following responsibilities:

- Provide leadership to the independent Directors, chair the Independent Directors meeting;
- Liaise on their behalf and ensure the Board's effectiveness to maintain high-quality governance of the organization;
- Taking a lead role, along with Chairperson in the Board evaluation process;
- Any other role as may be assigned by the Board

(i) Meeting and Attendance Requirements

The Board meets at least once in a quarter to review the Company's quarterly performance and financial results. The Board meetings are governed with a structured agenda. The Board periodically reviews compliance reports with respect to laws and regulations applicable to the Company.

Regular participation in Board Meetings is crucial for the smooth functioning of the Board. It ensures that all Board Members are on the same page and are actively contributing to the decision-making process.

Our average Board meeting attendance for FY 2023-24 stands at 90.26% of all meetings of the board of directors. The regulations require that every Board Meeting must have at least one-third of the Board members present i.e. 33% of the board strength including atleast one Independent Director. This requirement serves to guarantee that every Board member is sufficiently involved in the Board's activities and decisions. Additionally, the Company expects the minimum attendance of 50% for all Board members.

Before the commencement of the Audit Committee meeting, the Independent Directors have separate discussions with Internal Auditor and Statutory Auditors, without the presence of the management team. Comprehensive background information is provided to the Board members for all major items to enable them to take an informed decision.

Once a year, the Board members participate in a strategy meeting, in which they also interact with the management team of the Company. Additionally, every quarter, the Independent Directors have a meeting among themselves and subsequently provide their insights to the Chairperson.

(ii) Board Performance Assessment

Performance assessment is key to maintaining and enhancing the effectiveness of our Board. As part of our commitment to this, we conduct a formal Board Effectiveness Review in line with the requirements of the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The process is designed and executed by our Corporate HR team in close collaboration with the Chairperson and the Nomination and Remuneration Committee of the Board. As part of the assessment, each Board member completes a confidential online questionnaire, providing essential feedback on the Board's operations and potential areas for improvement. They also complete a self-assessment of their effectiveness, ensuring a comprehensive and balanced evaluation of our Board's performance.

Familiarisation programmes for the Independent Directors cover topics such as the Annual Operating Plan for the fiscal year 2023-24, Global Categories Structures & Initiatives and Cluster wise performance and financial updates. The details of the same are available on the website of the Company and can be accessed through the following link^[1].

(iii) Board Election Process

The process by which Board members are elected plays a crucial role in ensuring their accountability. Atleast two thirds of the directors (other than independent directors and Executive

^[1] https://www.godrejcp.com/public/uploads/compliance_other_updates/Familiarisation_Programme_for_IDs_202324.pdf

Chairperson) are liable for retirement by rotation, of which every year at least one third of the directors retire and offer themselves for reappointment. This process allows shareholders to vote off Board members if they have concerns about their performance, thereby enhancing the Board's overall accountability and alignment with shareholders' interests. The average tenure of the Board members as on March 31, 2024, is 9 years.

(iv) External Mandates

The number of external directorships that Board members hold can have significant implications for their commitment and performance. Recognising this, the total number of mandates held by a director has been regulated and capped by the Ministry of Corporate Affairs and SEBI.

As of March 31, 2024, the 4 Promoter group directors hold 4 or fewer other mandates in listed entities, all the 6 independent directors hold 2 or fewer other mandates in listed entities. The Managing Director & CEO doesn't have any other mandate in listed entity, demonstrating a strong commitment to our organisation.

B. Matrix on skill sets possessed by the Board of Directors

At GCPL, we recognise the importance of having a Board comprising of directors who have a range of experiences, capabilities, and diverse viewpoints. This helps us create an effective and well-rounded board. The capabilities and experiences sought in our Directors are outlined here:

- **Strategy and Business–**
Is or has been the Chief Executive Officer (CEO) or Chief Operating Officer, or has held any other leadership position in an organisation, leading to significant experience in strategy or business management. Brings the ability to identify and assess strategic opportunities and threats in the context of the business.
- **Industry Expertise in Consumer Staples –**
Has expertise with respect to the sector the organisation operates in. Has an understanding of the 'big picture' in the given industry and recognises the

development of industry segments, trends, emerging issues, and opportunities.

- **Market Expertise–**
Has expertise with respect to the geography the organisation operates in. Understands the macroeconomic environment, nuances of the business, and consumers and trade in the geography. Has the knowledge of the regulations and legislations of the market/(s) the business operates in.
- **Technology Perspective –**
Has expertise with respect to business-specific technologies such as in the field of research and development and manufacturing. Has experience and adds perspective on the future-ready skills required by the organisation such as e-commerce, digital, and sustainability.
- **People and Talent Understanding –**
Has experience in human resource management such that they bring

D. Board Composition & other relevant details

(i) Composition of the Board

As of March 31, 2024, the Board composition is as follows:

Category	Number of Directors as on March 31, 2024
i) Non-Independent Directors	
Executive Chairperson	1
Managing Director	1
Non-Executive Promoter Directors	3
Subtotal	5
ii) Independent Directors	6
Total Strength (i + ii)	11

(ii) Other relevant details of the Directors as on March 31, 2024

Name of Directors	Date of Original Appointment	Relationship With other Directors	Category	Number of Directorships Held in Indian Public Limited Companies (including GCPL)*	Committee Positions including GCPL		Shares Held
					Committee Member (Including Committee Chairperson) **	Committee Chairperson **	
Nisaba Godrej	May 02, 2011	Sister of Tanya Dubash and Pirojsha Godrej	Promoter/ Executive Chairperson	6 (5)	0	0	3,70,087 [#]
Nadir Godrej	November 29, 2000	None	Promoter/ Non-Executive	7 (5)	2	1	63 [#]
Tanya Dubash	May 02, 2011	Sister of Nisaba Godrej and Pirojsha Godrej	Promoter/ Non-Executive	7 (5)	2	0	66 [#]
Pirojsha Godrej	April 01, 2017	Brother of Tanya Dubash and Nisaba Godrej	Promoter/ Non-Executive	7 (4)	2	1	3,70,129 [#]
Sudhir Sitapati	October 18, 2021	None	Managing Director & CEO	3 (1)	0	0	1,44,001
Pippa Armerding	January 30, 2018	None	Non-Executive/ Independent	1 (1)	1	0	Nil
Sumeet Narang	April 01, 2019	None	Non-Executive/ Independent	3 (3)	2	1	Nil
Omkar Goswami	June 18, 2008	None	Non-Executive/ Independent	3 (2)	4	0	Nil
Ndidi Nwuneli ^{##}	April 01, 2017	None	Non-Executive/ Independent	1 (1)	1	0	Nil
Ireena Vittal	April 30, 2013	None	Non-Executive/ Independent	2 (2)	2	0	Nil
Shalini Puchalapalli	November 14, 2023	None	Non-Executive/ Independent	1 (1)	1	0	350

[#]This shareholding reflects holding in their own name and does not include shares held as one of the trustee of family trusts.

##Resigned with effect from close of May 1, 2024.

*Does not include directorships in private companies, Section 8 companies, and foreign companies. Figures in brackets denote directorships in listed companies.

**Does not include chairmanship/membership in Board Committees other than the Audit Committee and Stakeholders' Relationship Committee and chairmanship/membership in board committees in companies other than public limited companies registered in India.

(iii) Details of directorship in other listed companies including category of their directorship as on March 31, 2024

Names of Directors	Directorship in Other Listed Companies	Category of Directorship
Nisaba Godrej	1. Godrej Agrovet Limited	Director
	2. VIP Industries Limited	Independent Director
	3. Mahindra and Mahindra Limited	Independent Director
	4. Bharti Airtel Limited	Independent Director
Nadir Godrej	1. Godrej Industries Limited	Chairman & Managing Director
	2. Astec Lifesciences Limited	Chairman
	3. Godrej Agrovet Limited	Chairman
	4. Godrej Properties Limited	Director
Tanya Dubash	1. Godrej Industries Limited	Executive Director & Chief Brand Officer
	2. Godrej Agrovet Limited	Director
	3. Britannia Industries Ltd	Independent Director
	4. Escorts Kubota Limited	Independent Director
Sudhir Sitapati	NIL	-
Pirojsha Godrej	1. Godrej Agrovet Limited	Director
	2. Godrej Properties Limited	Executive Chairperson
	3. Godrej Industries Limited	Director
Shalini Puchalapalli	NIL	-
Pippa Tubman Armerding	NIL	-
Sumeet Narang	1. Sapphire Foods India Limited	Director
	2. Godrej Properties Limited	Independent Director
Ndidi Nwuneli	NIL	-
Omkar Goswami	1. Adani Enterprises Limited	Independent Director
Ireena Vittal	1. Asian Paints	Independent Director

E. Committees of the Board

The Company has constituted an Audit Committee in accordance with Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The Stakeholders' Relationship Committee formed in accordance with Regulation 20 of the Listing Regulations and Section 178 of the Companies Act, 2013 inter alia looks into investor grievances. The Company has also formed a Nomination and Remuneration Committee in accordance with

Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations, which looks after the appointment, remuneration, and performance evaluation of Directors. The Company also has a Risk Management Committee in accordance with Regulation 21 of the Listing

Regulations, a CSR Committee in compliance with Section 135 of the Companies Act, 2013 and ESG Committee, in compliance with provisions

of Companies Act, 2013 and Listing Regulations. The ESG Committee which focuses on environment, social

and governance areas, providing oversight on Sustainability risks, opportunities and progress against goals.

Composition of the Committees as on March 31, 2024

Name of Directors	Category	Position in the Committee					
		Audit Committee	Nomination & Remuneration Committee	Stakeholders' Relationship Committee	Risk Management Committee	CSR Committee	ESG Committee
Nisaba Godrej	Promoter and Executive Chairperson	None	None	None	Member	Member	Chairperson
Nadir Godrej	Promoter and Non-Executive	None	None	None	Member	Chairman	Member
Tanya Dubash	Promoter and Non-Executive	None	None	Member	None	Member	Member
Pirojsha Godrej	Promoter and Non-Executive	None	None	Chairman	None	None	None
Sudhir Sitapati	Managing Director and CEO	None	None	None	Member	Member	Member
Pippa Armerding	Independent	Member	Member	None	None	None	None
Sumeet Narang	Independent	Chairman	Member	None	None	None	None
Omkar Goswami	Independent	Member	None	Member	Chairman	None	None
Ndidi Nwuneli	Independent	Member	None	None	None	Member	Member
Ireena Vittal	Independent	Member	Chairperson	None	None	None	None
Shalini Puchalapalli	Independent	Member	Member	None	None	None	Member
Total Strength of the Committee		6	4	3	5	5	6
Number of Independent Directors in the Committee		6	4	1	1	1	2
Number of Non-Independent Directors in the Committee		-	-	2	3	4	4
Members of Senior Management in the Committee		-	-	-	1	-	-

Notes:

- 1) Mr. Pirojsha Godrej ceased to be the member of the Audit Committee with effect from August 07, 2023.
- 2) Ms. Ireena Vittal became the Chairperson of the Nomination & Remuneration Committee w.e.f. November 14, 2023.
- 3) Ms. Ndidi Nwuneli has been appointed as the member of the Corporate Social Responsibility Committee w.e.f. November 14, 2023. Ms. Ndidi resigned from the Board with effect from close of May 1, 2024 and consequently she ceased to be a member of the Audit, CSR and ESG Committee.
- 4) Ms. Shalini Puchalapalli has been appointed as the member of the Audit Committee, Nomination & Remuneration Committee and ESG Committee w.e.f. November 14, 2023 and as a member of the CSR Committee w.e.f. May 1, 2024.
- 5) Dr. Omkar Goswami has been appointed as the member of the Stakeholder Relationship Committee w.e.f. November 14, 2023.
- 6) Mr. Rahul Botadara, Company Secretary & Compliance Officer, is the Secretary of all the Board Committees. He is also responsible for redressing investor grievances.

F. Terms of reference of Board Committees

(i) Audit Committee

The terms of reference for the Audit Committee includes the matters specified in Section 177 of the Companies Act, 2013 as well as Part C of Schedule II of the Listing Regulations such as:

Financial Statements

- Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient, and credible.
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - (a) Matters required to be included in the Director's responsibility statement to be included in the Board's report in terms of clause (c) of subsection (3) of Section 134 of the Companies Act, 2013.
 - (b) Changes, if any, in accounting policies and practices and

reasons for the same.

- (c) Major accounting entries involving estimates based on the exercise of judgment by the management.
- (d) Significant adjustments made in the financial statements arising out of audit findings.
- (e) Compliance with listing and other legal requirements relating to financial statements.
- (f) Disclosure of any related party transactions.
- (g) Modified opinion(s) in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Scrutiny of intercorporate loans and investments.

Review of Information

- Reviewing, with the management, the statement of uses/ application of funds raised through an issue, such as public, rights,

or preferential issues; the statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice; and the report submitted by the agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to initiate steps in this matter.

- Reviewing the management discussion and analysis of financial condition and results of operations.
- Statement of deviations.
- quarterly statement of deviation(s) including the report of the monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
- annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of the Listing Regulations.

Internal Control

- Reviewing, with the management, the performance of statutory and internal auditors, and adequacy of the internal control systems.

- Evaluation of internal financial controls and risk management systems.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity, or a failure of internal control systems of a material nature, and reporting the matter to the Board.

External and Internal Audit

- Recommendation for appointment, remuneration, and terms of appointment of auditors of the Company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing of management letters/ letters of internal control weakness issued by the statutory auditors.
- Reviewing the appointment, removal, and terms of remuneration of the chief internal auditor.
- Reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department,

reporting structure coverage, and frequency of internal audit.

- Reviewing internal audit reports relating to internal control weakness.
- Discussion with internal auditors of any significant findings and follow-up thereon.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of the audit process.
- Periodical discussions with the auditors about internal control systems and the scope of audit including the observations of the auditors and review of the quarterly, half yearly, and annual financial statements before submission to the Board. Overseeing compliance of internal control systems.

Subsidiary Companies

- The Committee shall have access to the Audit Committee minutes of the subsidiary companies.

- Reviewing the financial statements, in particular the investments made by the subsidiary companies.
- Recommending the revision in the Policy for determining Material Subsidiaries to align it with the extant applicable provisions.
- Reviewing the utilisation of loans and/or advances from/ investment in the subsidiary exceeding ₹ 100 crore or 10 per cent of the asset size of the subsidiary, whichever is lower, including existing loans and advances.

Related Party Transactions

- Approval or any subsequent modification of transactions of the Company with related parties.
- Formal approval or omnibus approval of transactions with related parties or any subsequent modification of transactions of the Company with related parties including their basis.
- Laying down criteria for granting omnibus approval to related party transactions.
- Satisfy itself of the need for omnibus approval of related party transactions

so that that the approval is in the interest of the Company.

- Granting omnibus approval for related party transactions not exceeding ₹ 1 crore per transaction in a financial year.
- Reviewing on a quarterly basis, the statement of such significant related party transactions as may be specified by the Committee and the details of related party transactions entered into by the Company pursuant to each of the omnibus approval given.
- Recommending the revision in the Policy on Material-Related Party Transactions and on dealing with Related Party Transactions to align it with the extant applicable provisions.

Compliance

- Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends), and creditors, if any.
- Reviewing the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's

investigation and follow-up (including disciplinary action) of any instances of non-compliance.

- Reviewing the findings of any examinations by regulatory agencies and any auditor observations.
- Reviewing the process for communicating the Code of Conduct to Company personnel and for monitoring compliance therewith.
- Reviewing compliance with respect to the provisions of Insider Trading Regulations at least once in a financial year and verifying that the systems for internal control for compliance with these regulations are adequate and operating effectively.
- Obtaining regular updates from the management regarding compliance matters.

Other Responsibilities

- Reviewing the functioning and compliances as regards the Company's Whistle Blower Policy.
- Approval of the appointment of the Chief Financial Officer after assessing the qualifications, experience, and background of the candidate.

- Valuation of undertakings or assets of the Company, wherever it is necessary by appointing a Registered Valuer in terms of Section 247 of the Companies Act, 2013.
- Instituting and overseeing special investigations as needed.
- Performing any other functions and activities related to this terms of reference as requested by the Board of Directors.
- Performing any other functions as required to be done by the Audit Committee as per the provisions of the Companies Act, 2013, the Listing Regulations, and any other laws or regulations from time to time.

(ii) Nomination and Remuneration Committee

The terms of reference of the Nomination and Remuneration Committee are as follows:

- Formulation of the criteria for determining qualifications, positive attributes, and independence of a Director and recommendation to the Board of Directors a policy relating to the remuneration of the Directors, key managerial personnel, and other employees.

- Formulation of criteria for the evaluation of performance of Independent Directors and the Board of Directors.
 - Devising a policy on the diversity of Board of Directors.
 - Identifying individuals who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommending to the Board of Directors their appointment and removal.
 - Deciding whether to extend or continue the term of appointment of the Independent Director on the basis of the report of performance evaluation of Independent Directors.
 - Recommending to the Board, all remuneration, in whatever form, payable to senior management.
 - Administering the Employee Stock Grant Scheme of the Company and render all such functions required to be done under the SEBI (Share-Based Employee Benefit) Regulations, 2015.
 - Performing any other functions and activities related to the terms of
- reference as requested by the Board of Directors.
- Performing any other functions as required to be done by the Nomination and Remuneration Committee as per the provisions of the Companies Act, 2013, the Listing Regulations, and any other laws or regulations from time to time.
- (iii) Stakeholders' Relationship Committee**
- Resolving the grievances of the security holders of the Company, including complaints relating to transfer/transmission of shares, non-receipt of Annual Report, and non-receipt of declared dividends; issue of new/ duplicate certificates; and general meetings.
 - Review of measures taken for effective exercise of voting rights by shareholders.
 - Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent.
 - Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of
- dividend warrants/ annual reports/statutory notices by the shareholders of the Company.
- Performing any other functions and activities related to the terms of reference as requested by the Board of Directors.
 - Performing any other functions as required to be done by the Stakeholders' Relationship Committee as per the provisions of the Companies Act, 2013, the Listing Regulations, and any other laws or regulations from time to time.
- (iv) Risk Management Committee**
- To formulate a detailed risk management policy which shall include:
 - (a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - (b) Measures for risk mitigation including systems and processes for internal control of identified risks.

<p>(c) Business continuity plan</p> <ul style="list-style-type: none"> - To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company; - To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems; - To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity; - Performing any other functions and activities related to this terms of reference as requested by the Board of Directors or any of its Committees or the Company management. - Performing any other functions as required to be done by the Risk Management Committee as per the provisions of the Companies Act, 2013, 	<p>the Listing Regulations and any other laws or regulations from time to time.</p>	<p>the Companies Act, 2013, the Listing Regulations, and any other laws or regulations from time to time.</p>
	<p>(v) Corporate Social Responsibility Committee</p>	<p>(vi) ESG Committee</p>
	<ul style="list-style-type: none"> • Formulate and recommend to the Board a Corporate Social Responsibility Policy that shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013. • Recommend the amount of expenditure to be incurred on the activities referred above. • Monitor the Corporate Social Responsibility Policy of the Company from time to time; • Perform any other functions and activities related to the terms of reference as requested by the Board of Directors. • Perform any other functions as required to be done by the Corporate Social Responsibility Committee as per the provisions of 	<ul style="list-style-type: none"> • Spearhead GCPL's overall Sustainability ambition, strategy and long-term thinking. • Review progress against Sustainability goals across the Company. • Review key Sustainability risks for GCPL, set standards for monitoring, and sign off mitigation measures. • Frame key long-term Sustainability opportunities for GCPL and align Board of Directors as required. • Formulate and recommend to the Board of Directors, key Sustainability policies, as required. • Performing any other functions and activities related to these terms of reference as requested by the Board of Directors.

G. Attendance details at Board/Committee meetings and at the last Annual General Meeting:

Names of Meetings	Board	Audit Committee	Nomination and Remuneration Committee	Corporate Social Responsibility	Stakeholders' Relationship Committee	Risk Management Committee	ESG Committee	Independent Director's Meeting	AGM
Number of Meetings held	7	5	3	2	1	3	2	1	1
Attendance of Directors									
Jamshyd Godrej	3	NA	NA	NA	NA	NA	NA	NA	Yes
Nadir Godrej	7	NA	NA	2	NA	3	2	NA	Yes
Tanya Dubash	6	NA	NA	2	1	NA	2	NA	Yes
Nisaba Godrej	7	NA	NA	2	NA	3	2	NA	Yes
Pirojsha Godrej	7	2	NA	NA	1	NA	NA	NA	Yes
Narendra Ambwani	5	4	1	0	1	NA	0	0	Yes
Sudhir Sitapati	7	NA	NA	2	NA	3	2	NA	Yes
Pippa Armerding	6	4	3	NA	NA	NA	NA	1	Yes
Sumeet Narang	7	5	3	NA	NA	NA	NA	1	Yes
Omkar Goswami	5	5	NA	NA	NA	2	NA	1	No
Ndidi Nwuneli	7	5	NA	1	NA	NA	2	1	Yes
Ireena Vittal	5	5	3	NA	NA	NA	NA	1	Yes
Shalini Puchalapalli	2	1	1	NA	NA	NA	1	NA	NA

Notes:

- 'NA' indicates not a member of the committee.
- The maximum gap between any two board meetings did not exceed 120 days during the year.
- Leave of absence was granted to the Directors whenever they could not be present for the Board/Committee meeting.
- Board meetings were held on April 21, 2023, May 10, 2023, June 05, 2023, August 07, 2023, November 01, 2023, January 31, 2024, and February 12, 2024.
- Audit Committee meetings were held on May 10, 2023, June 05, 2023, August 07, 2023, November 01, 2023, and January 31, 2024.
- Nomination and Remuneration Committee meetings were held on May 10, 2023, June 05, 2023, and January 31, 2024.
- Corporate Social Responsibility Committee meetings were held on May 10, 2023 and January 31, 2024.
- Stakeholders' Relationship Committee meeting was held on November 01, 2023.
- Risk Management Committee meetings were held on June 27, 2023, September 14, 2023, and February 28, 2024.
- ESG Committee meetings were held on May 10, 2023 and January 31, 2024.
- Independent Directors meetings was held on May 10, 2023.
- Annual General Meeting was held on August 07, 2023.
- Mr. Narendra Ambwani's second term as an Independent Director ended on November 14, 2023, so he ceased to be the director of the company with effect from November 14, 2023.

H. Reappointment of Directors liable to retire by rotation.

The Board has five Directors whose period of office is liable to be determined for retirement by rotation, and of these five directors, one-third,

i.e. two Directors, shall retire at the Annual General Meeting. Thus, Mr. Sudhir Sitapati and Ms. Tanya Dubash will retire at the ensuing Annual General Meeting of the Company and, being eligible, will be considered for reappointment

as per the provisions of Companies Act, 2013, Listing Regulation and Articles of Association of the Company. Their brief resume is annexed to the notice of the Annual General Meeting.

I. Particulars of senior management and any changes therein

The particulars of senior management personnel and changes are given below:

Sr. No	Name of Senior Management Personnel	Designation
1.	Mr. Aasif Malbari	Chief Financial Officer (Appointed from August 10, 2023)
2.	Mr. Sameer Shah	Chief Financial Officer (Ceased w.e.f. August 10, 2023)
3.	Mr. Omar Momin	Head- M&A
4.	Mr. Venkateswara Yadalapalli	Head- R&D
5.	Mr. Robert Menzies	Head-Category & Innovation
6.	Mr. Vijay Kumar Kannan	Head- Business Transformation & Digital

The Board at its meeting held on May 6, 2024, has appointed Mr. Vaibhav Ram as a member of Senior Management designated as Global HR Head w.e.f. October 1, 2024.

2. REMUNERATION POLICY

The Remuneration Policy of the Company has been provided in the Board's Report section of the Annual Report as **Annexure 'B'**.

Remuneration to Directors:

Details of the remuneration to Directors are as follows:

Names of Directors	Sitting Fees	Commission on Profits	Salary, Allowances and Other Benefits	PLVR	Company's Contribution to PF	Amount (₹) crore	
						Monetary Value of Perquisites	Total
Whole-Time Directors							
Nisaba Godrej	-	-	4.46	1.25	0.20	0.76	6.67
Sudhir Sitapati	-	-	6.33	3.75	0.26	8.68	19.02
Subtotal	-	-	10.79	5.00	0.46	9.44	25.69
Non-Executive Directors							
Jamshyd Godrej	0.03	0.16	-	-	-	-	0.19
Nadir Godrej	0.08	0.20	-	-	-	-	0.28
Tanya Dubash	0.07	0.20	-	-	-	-	0.27
Pirojsha Godrej	0.08	0.20	-	-	-	-	0.28
Narendra Ambwani	0.06	0.22	-	-	-	-	0.28
Pippa Armerding	0.07	0.35	-	-	-	-	0.42
Omkar Goswami	0.06	0.35	-	-	-	-	0.41

Amount (₹) crore

Names of Directors	Sitting Fees	Commission on Profits	Salary, Allowances and Other Benefits	PLVR	Company's Contribution to PF	Monetary Value of Perquisites	Total
Ndidi Nwuneli	0.09	0.35	-	-	-	-	0.44
Sumeet Narang	0.00	-	-	-	-	-	0.00
Ireena Vittal	0.07	0.35	-	-	-	-	0.42
Shalini Puchalapalli	0.03	0.13	-	-	-	-	0.16
Subtotal	0.64	2.51	0.00	0.00	0.00	0.00	3.15
Total	0.64	2.51	10.79	5.00	0.46	9.44	28.84

Notes:

- In the case of Ms. Nisaba Godrej, salary includes basic salary and various elements of flexible compensation and reimbursement of medical expenses. The monetary value of perquisites includes accommodation and electricity expenses, perquisites for employer's provident fund contribution and interest.
- In case of Mr. Sudhir Sitapati, salary includes basic salary and various elements of flexible compensation. The monetary value of perquisites includes perquisites for car, perquisites for stock grants and perquisites for employer's provident fund contribution and interest.
- Ms. Nisaba Godrej and Mr. Sudhir Sitapati are eligible for Performance Linked Variable Remuneration (PLVR). PLVR is directly tied to a combination of the Company's overall business performance and the whole-time director's individual performance. The performance measures are calculated based on three predefined financial and relative financial metrics – underlying volume growth, reduction in inventory & account receivables, and EBITDA & working media growth. These financial and operating metrics are set internally by the Management Committee and the Board of Directors. The PLVR reflected in the table above is the amount paid in FY 2023-24 for FY 2022-23. PLVR payable for FY 2023-24 will be paid in FY 2024-25, and hence will be reflected in next year's Annual Report.
- Members may also refer to the total rewards policy given in the Board's Report.
- The shareholders have authorised the payment of commissions on profits to Non-Executive Directors at a rate not exceeding 1 per cent of net profits of the Company with authority to the Board to determine the manner and proportion in which the amount is distributed among the Non-Executive Directors. The Board has authorised a base commission of ₹ 20 lakhs per annum to each Non-Executive Director. All the Independent Directors are paid an additional commission linked to their attendance at Audit Committee meetings, Nomination and Remuneration Committee meeting, and Independent Directors' meeting. In addition, all the Non-Executive Directors are paid sitting fees for attending the meetings of the Board or Committees thereof.
- Mr. Sumeet Narang has voluntarily waived the remuneration receivable from the Company.
- Dr. Omkar Goswami and Ms. Ireena Vittal were originally appointed under the terms of the erstwhile Listing Agreement (refer to the table containing other relevant details of the Directors under Para 1 of Board of Directors for the original date of appointment). After the notification of Companies Act, 2013, these Independent Directors have been appointed for a period of 5 years and thereafter they have been reappointed for the second term of 5 years as permitted by the Companies Act.

During the year, Mr. Sumeet Narang has been reappointed for the second term of 5 years.

3. DETAILS OF STAKEHOLDER COMPLAINTS AND STAKEHOLDERS' GRIEVANCE COMMITTEE

Total Complaints Pending at the Beginning of the Year	Total Complaints Received During the Year	Total Complaints Disposed During the Year	Total Complaints Pending at the End of the Year
Nil	92	89	3

Note: The pending complaints has been resolved after the close of the financial year.

4. GENERAL BODY MEETINGS

A. Annual General Meeting

Details of the last three Annual General Meetings of GCPL are as follows:

Date	Time	Venue	Details of Special Resolutions Passed
August 4, 2021	04:00 p.m.	Video Conferencing	NIL
August 3, 2022	05:45 p.m.	Video Conferencing	NIL
August 7, 2023	05:45 p.m.	Video conferencing	Appointment of Ms. Shalini Puchalapalli as an Independent Director of the Company for a term of 5 years commencing from November 14, 2023, till November 13, 2028.

B. Postal Ballot

One Postal ballot was conducted during the FY 2023-2024, details of the same is given below. The resolution was passed by the requisite majority. Details of the scrutinizers report and voting pattern is available on the Company website under link^[2]

Date of Passing of Resolution	Details of Special Resolutions Passed	Procedure for Postal Ballot
March 26, 2024	Reappointment of Mr. Sumeet Narang (DIN No. 01874599) as an Independent director for a period of 5 years effective from April 1, 2024	The postal ballot notice was sent by electronic mode to those shareholders whose email address was registered with the Company/ Depositories. The postal ballot was conducted by Mr. Kalidas Vanjpe, Practising Company Secretary. Remote e-voting facility was provided by Central Depository Services Limited. The voting including e-voting facility was available from Friday, February 23, 2024, 9.00 a.m. (IST) to Saturday, March 23, 2024, 5.00 p.m. (IST).

5. MEANS OF COMMUNICATION

GCLP shares all vital information related to the Company and its performance, including quarterly results, press releases, and performance updates, corporate presentations, and the information required by the

Listing Regulations are posted on the Company's website – www.godrejcp.com. The quarterly, half yearly, and annual results of the Company's performance are generally published in Business Line as well as in the Marathi newspaper Lokmat. Members of the management team holds conference calls/ meetings with

financial analysts once in a quarter. The transcripts and link for audio recordings are filed with the Stock Exchange. The same is also available on the investor's page of Company's website. The presentations made to financial analysts and institutional investor are shared with the Stock Exchanges and uploaded

^[2] <https://godrejcp.com/investors/stock-exchange-filings>

on the Company's website. The same may be accessed through the link given below.^[3] The Company files its quarterly results on the electronic filing system of the Bombay Stock Exchange (BSE) Limited and National Stock Exchange of India Limited (NSE). The same are also available on the websites of the BSE Limited

and The National Stock Exchange of India Limited namely <https://www.bseindia.com/> and www.nseindia.com, respectively.

Reminder to Investors holding Physical Shares

Shareholders holding physical securities are requested to complete their KYC by

furnishing PAN, contact details (Postal Address with PIN and Mobile Number), Bank A/c details and specimen signature, Choice of nomination (Optional) for their corresponding folio numbers.

The KYC forms can be downloaded through the link below ^[4].

6. GENERAL SHAREHOLDER INFORMATION

A. Annual General Meeting

Date and Time: Wednesday, August 7, 2024, 5:45 p.m. (IST)
Venue/Mode: Video Conferencing/ Other audio visual means

B. Financial Calendar

Financial Year: April 1, 2023 to March 31, 2024

C. Interim Dividends during Fiscal Year 2023-24

Declared at Board Meeting held on	Dividend Rate Per Share on Shares of Face Value ₹ 1 Each	Record Date
November 01, 2023	₹ 5.00	November 09, 2023

D. Listing

The Company's shares are listed and traded on the following stock exchanges:

Name and Address of the Stock Exchange	Segment	Stock/Scrp Code	ISIN Number for NSDL/CDSL
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	Equity	532424	INE102D01028
The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	Equity; Futures and Options (F&O)	GODREJCP	

The applicable listing fees has been paid to the stock exchanges before the due date.

^[3] <https://godrejcp.com/investors/stock-exchange-filings>

^[4] <https://liiplweb.linkintime.co.in/KYC-downloads.html>

E. Market Price Data

The monthly high and low prices of GCPL at the BSE Limited and the NSE in Equity series for the year ended March 31, 2024, are as follows:

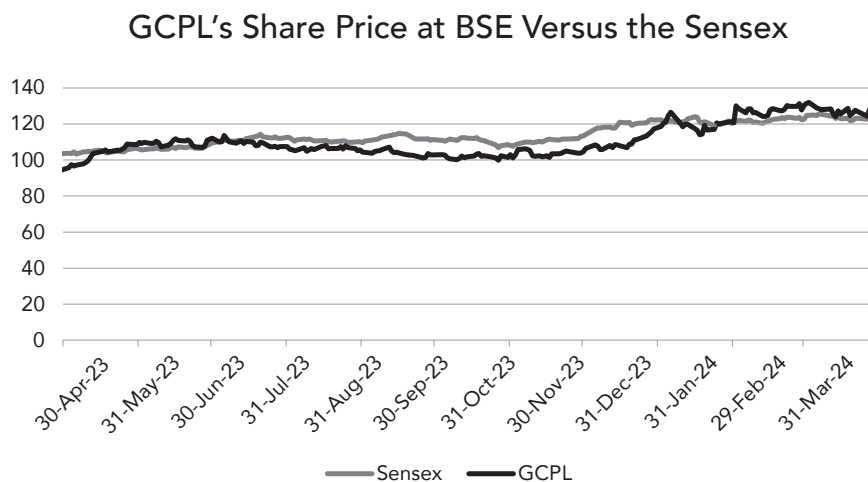
Month	BSE		NSE	
	High Price	Low Price	High Price	Low Price
Apr-23	994.45	896.85	992.20	897.00
May-23	1063.00	902.20	1,065.00	902.00
Jun-23	1088.70	1027.70	1,089.00	1,027.10
Jul-23	1101.55	1025.00	1,102.05	1,024.00
Aug-23	1047.40	999.05	1,048.00	999.00
Sep-23	1049.65	972.40	1,047.15	971.55
Oct-23	1007.50	959.55	1,007.75	959.80
Nov-23	1030.10	973.00	1,030.00	973.10
Dec-23	1138.70	1007.95	1,138.80	1,008.00
Jan-24	1229.95	1076.00	1,230.00	1075.60
Feb-24	1299.90	1176.70	1,314.30	1,175.00
Mar-24	1293.15	1176.75	1,282.75	1,176.55

Source: Websites of the respective stock exchanges

Note: High and low are in rupees per traded share

F. GCPL's Share Price at BSE Versus the Sensex

GCPL's share performance compared with the BSE Sensex for fiscal year 2023-24 is as follows:



Note:

Both the BSE Sensex and GCPL Share price are indexed to 100 at the beginning of the financial year.

G. Registrar and Share Transfer Agent

Link Intime India Pvt. Ltd,
Unit: Godrej Consumer Products Limited,
C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai – 400 083
Tel. No.: 022-49186270
Email ID: rnt.helpdesk@linkintime.co.in
Website: <https://linkintime.co.in/>

The shareholders can use the following facilities provided by the Registrar and Share Transfer Agent of the Company for any grievance redressal.

'iDIA' is a Chatbot developed by Link Intime India Pvt. Ltd., our Corporate Registrar, that utilizes conversational technology to provide investors with a round-the-clock intuitive platform to ask questions and get information about any queries.

Talk to iDIA by logging in to www.linkintime.co.in

'SWAYAM' is a secure, user-friendly web-based application, developed by "Link Intime India Pvt Ltd.", our Registrar & Share Transfer Agent that empowers shareholders to effortlessly access various services. Investors are

requested to get registered and have first-hand experience of the portal.

This application can be accessed at <https://swayam.linkintime.co.in/>

H. Share Transfer

In terms of amendments to Regulation 40 of Listing Regulations w.e.f. 1st April, 2019, transfer of securities in physical form has been stopped by SEBI.

SEBI has given the following clarifications:

1. The above decision does not prohibit the investor from holding the shares in physical form; investor has the option of holding shares in physical form even after April 01, 2019.

2. The physical shareholders are suggested to complete the KYC to continue availing the corporate benefits & RTA services.

3. Any investor who is desirous of transferring shares (which are held in physical form) after April 01, 2019 can do so only after the shares are dematerialized.

The above decision by SEBI is not applicable for demat of shares, transmission (i.e. transfer of title of shares by way of inheritance / succession) and transposition (i.e. re-arrangement / interchanging of the order of name of shareholders) cases.

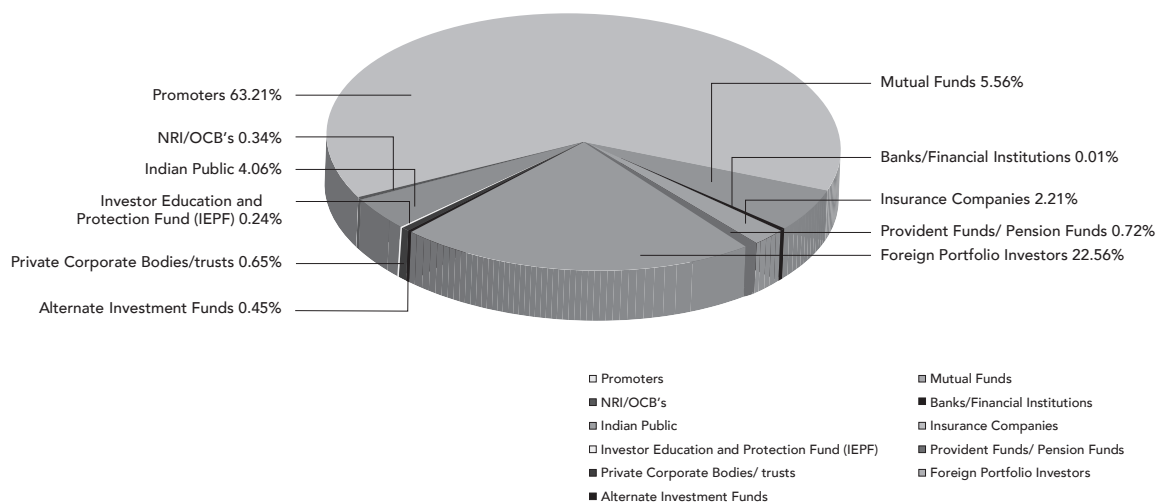
I. Distribution of Shareholding

Distribution of shareholding by size class as on March 31, 2024

Number of Shares	Number of Shareholders	Shareholders%	Number of shares held	Shareholding %
1-500	1,73,476	90.10	1,17,34,036	1.15
501-1,000	9,587	4.98	66,87,694	0.65
1,001-2,000	5,406	2.81	78,27,921	0.76
2,001-3,000	1,357	0.70	33,29,035	0.33
3,001-4,000	640	0.33	22,54,791	0.22
4,001-5,000	319	0.17	14,21,000	0.14
5,001-10,000	631	0.33	43,66,257	0.43
10,001 and above	1,126	0.58	98,51,99,595	96.32
Total	1,92,542	100.00	102,28,20,329	100.00

Distribution of shareholding by ownership as on March 31, 2024:

Category	Shares Held (Number)	Per Cent of Holding
Promoters	64,64,88,267	63.21%
Mutual Funds	5,68,43,295	5.56%
Alternate Investment Funds	45,88,735	0.45%
Banks/Financial Institutions	67,014	0.01%
Insurance Companies	2,26,16,035	2.21%
Provident Funds/ Pension Funds	73,70,457	0.72%
Foreign Portfolio Investors	23,06,97,576	22.56%
Investor Education and Protection Fund (IEPF)	24,54,406	0.24%
Private Corporate Bodies/trusts	65,97,363	0.65%
Indian Public	4,15,72,643	4.06%
NRI/OCB's	35,24,538	0.34%
Total	102,28,20,329	100.00%



J. Shares Held in Physical and Dematerialised Forms

Breakup of physical and dematerialised shares as on March 31, 2024:

	Number of Shares	Per Cent	Number of Folios	Per Cent
Physical	64,20,020	0.63	14,001	7.27
Demat	1,01,64,00,309	99.37	1,78,541	92.73
Total	1,02,28,20,329	100.00	1,92,542	100.00

Shares held in the dematerialised mode have more liquidity than those held in the physical mode. Therefore, the Company urges shareholders holding shares in the physical form to convert their shareholdings to the demat mode.

K. Outstanding GDRs/ADRs/ Warrants/Convertible Instruments and Their Impact on Equity

GCPL does not have any outstanding GDRs/ADRs/warrants/convertible instruments.

L. Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

GCPL is exposed to commodity risks mainly due to imported palm oil derivatives. We enter fixed price contracts with overseas suppliers in order to hedge price volatility.

For commodities imported at a contracted fixed price, there is an associated foreign exchange currency risk. The mitigation of this risk is managed by the Company's Forex Committee. The Committee periodically meets and reviews the overall foreign exchange currency

exposure and enters into forward contracts to hedge the currency risk. Details of hedged and unhedged positions for foreign currency exposures are available in the Notes to the Financial Statement of the Annual Report.

Details of the exposure of the Company to palm oil derivatives are given below:

Commodity Name	Exposure in ₹ (Purchase orders raised during the year)	Exposure in Qty	% of such exposure hedged through commodity derivatives				Total
			Domestic market		International Market		
			OTC	Exchange	OTC	Exchange	
Palm Oil Derivatives	1,148 crore	1.40 Lac MT	Nil	Nil	Nil	Nil	Nil

M. Plant Locations

The Company's plants are located in the following states:

Names of States /Union Territory	Location of Plants
Jammu & Kashmir	SICOP Industrial Estate-Kathua, Hatli Moth-Kathua, Industrial Area Phase III Lane 2
Himachal Pradesh	Thana-Baddi, Katha-Baddi
Sikkim	Mamring, South Sikkim
Assam	Kalapahar-Guwahati, Brahamputra industrial park-village silla, Sarusajai-lokhra
Meghalaya	Byrnihat, Rebhoi District
Madhya Pradesh	Malanpur Industrial Area, District Bhind
Pondicherry	Kattukuppam-Manpet Post, Nallur Village-Mannadipet Commune, Nedungadu Commune-Karaikal, Thirunallar Commune-Karaikal
Tamil Nadu	Maraimalai nagar-Chengalpattu District

N. Address for Correspondence relating to queries of GCPL shares

Investor correspondence should be addressed to M/s. Link Intime India Pvt. Ltd, Unit: Godrej Consumer Products Limited, C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai – 400 083.

Tel. No.: 022-49186270
 Email ID: rnt.helpdesk@linkintime.co.in
 Website: <https://linkintime.co.in/>
 Correspondence to the Company should be addressed to: The Secretarial Department, Godrej Consumer Products Limited, 4th Floor, Godrej

One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai-400079. CIN: L24246MH2000PLC129806
 Tel. No.: 022 25188010/20/30
 Fax No.: 022 25188040;
 Email ID: investor.relations@godrejcp.com
 Website: www.godrejcp.com

O. List of Credit Ratings Obtained during the Year

During the year, rating agencies have reaffirmed the following existing credit ratings of the Company.

[ICRA] A1+ (pronounced as ICRA A one plus) for ₹ 3000 crore Commercial paper

[Crisil] A1+ (pronounced as Crisil A one plus) for ₹ 3000 crore Commercial paper

[ICRA] AAA (pronounced as ICRA Triple A) for ₹ 800 Crore Long-term / Short-term, Fund based / Non-fund Based Facilities

7. FAMILY SETTLEMENT AGREEMENT BETWEEN THE PROMOTERS

The Company has been informed by way of a family letter dated April 30, 2024 issued jointly by Mr. Adi Godrej (ABG), Mr. Nadir Godrej (NBG), Mrs. Smita Godrej Crishna (SGC) and Mr. Jamshyd Godrej (JNG) that the Godrej family members have entered into a family settlement agreement and a brand & non compete agreement on April 30, 2024. The Company is not a party to these agreements.

The settlement contemplates a realignment of inter alia the shareholding of Godrej Industries Limited and Godrej

Seeds & Genetics Limited, which are shareholders of the Company, subject to applicable regulatory approvals. Pursuant to the realignment, the management and control of the Company will continue with the ABG / NBG family, and the JNG / SGC family will not be involved in the management and operations of the Company.

Currently, there are no members of the JNG / SGC Family who are directors on the board of directors of the Company.

8. OTHER DISCLOSURES

A. Materially Significant Related Party Transactions that may potentially conflict with the Company's Interest

During fiscal year 2023-24, there were no materially significant related party transactions; that is, transactions of the Company of material nature with bodies including its subsidiaries, promoters, directors, management, and relatives, which may have potential conflict with the interests of the Company at large. Attention of members is drawn to disclosures of transactions with related

parties, as set out in Notes to Accounts.

B. Details of Non-Compliance

There has not been any non-compliance of mandatory requirements, expected of the Company. No penalties or strictures were imposed on the Company by the stock exchanges, SEBI, or any statutory authority for matters related to capital markets during the last 3 years.

C. Vigil Mechanism/ Whistle Blower Policy

With a view to establish a mechanism for protecting employees reporting unethical behaviour, frauds, or violation of the Company's Code of Conduct, the Board of Directors have adopted a Whistle Blower Policy. No person has been denied access to the Audit Committee.

D. Web Link for Policies

The Whistle Blower Policy, the Policy for determining Material Subsidiaries, and the Policy on dealing with Related Party Transactions are available on the link given below ^[5].

^[5] <https://www.godrejcp.com/sustainability/codes-and-policies>

E. Utilisation of Funds

There were no funds raised through preferential allotment or qualified institutions' placement as specified under Regulation 32 (7A) during this financial year.

F. Unclaimed Suspense Account

In compliance with the Listing Regulations, your Company has transferred the unclaimed shares into a demat account, namely the 'Unclaimed Suspense Account'. As and when an allottee approaches the Company, after proper verification, the shares are credited into the demat account of the allottee. The Voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

Particulars	No. of Shareholders	Number of Shares
Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year (April 1, 2023)	1451	8,23,329
Number of shareholders and aggregate shares transferred to the Unclaimed Suspense Account during the year	0	0
Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the year and aggregate shares transferred	22	12256
Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year and the aggregate shares transferred	22	12256
Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account to the IEPF Account during the year and the aggregate shares transferred	0	0
Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year (March 31, 2024)	1429	8,11,073

G. Suspense Escrow Demat Account

In compliance with the Listing Regulations, your Company has opened the Suspense Escrow Demat Account for crediting the shares which are not dematted by the shareholders by depositing letter of confirmation within the prescribe timelines.

The details are as follows:

Particulars	No. of Shareholders	Number of Shares
Aggregate number of shareholders and the outstanding shares lying in the Suspense Escrow Demat Account at the beginning of the year (April 1, 2023)	0	0
Number of shareholders and aggregate shares transferred to the Suspense Escrow Demat Account during the year	5	2460
Number of shareholders who approached the issuer for transfer of shares from the Suspense Escrow Demat Account during the year and aggregate shares transferred	2*	600
Number of shareholders to whom shares were transferred from the Suspense Escrow Demat Account during the year and the aggregate shares transferred	1	360
Aggregate number of shareholders and the outstanding shares lying in the Suspense Escrow Demat Account at the end of the year (March 31, 2024)	4	2100

* Out of this, 1 request for share transfer to investor's account was completed during the year and the balance 1 request was completed after the close of the year.

H. Certificate from Practicing Company Secretary on Director's Eligibility

The Company has received a certificate from a company secretary in practice stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the SEBI, Ministry of Corporate Affairs, or any such other statutory authority. The certificate is enclosed with this section as 'Annexure A'.

I. Details of Total Fees Paid to Statutory Auditors

Details of total fees for all the services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in network firms/network entity of which the statutory auditor is a part are as follows:

Type of Services	Amount ₹ crore	
	2023-24	2022-23
Audit Fees	2.13	1.99
Others	0.19	0.14
Total	2.32	2.13

J. Disclosures in Relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013:

	Filed during the Financial Year 2023-24	Resolved during Financial year 2023-24	Pending at the end of Financial year 2023-24
Number of Complaints	1	0	1

Note: The pending complaint has been resolved after the close of financial year.

K. Disclosure by listed entity and its subsidiaries of 'Loans and advances in nature of loans to firms/companies in which directors are interested by name and amount: NIL

L. Details of Material Subsidiaries

Name of the Material Subsidiary	Date & Place of Incorporation	Name of Statutory Auditors	Date of Appointment of Statutory Auditor
Godrej Africa Holdings Limited	19/01/2015, Port Louis, Mauritius	SM & Co	7 th February, 2020
Strength of Nature LLC	25/02/2000, Atlanta, Georgia	BSR & Co., India (KPMG India)	1 st October, 2021
Godrej Consumer Products Holding Mauritius Limited	23/02/2010, Port Louis, Mauritius	SM & Co	7 th February, 2020
PT Godrej Consumer Products Indonesia (earlier known as PT Megasari Makmur)	29/01/1996, Jakarta, Indonesia	KPMG – Indonesia -Sidharta & Widjaja Registered Public Accountants	14 th June, 2017
Godrej Mauritius Africa Holdings Limited	23/02/2010, Port Louis, Mauritius	SM & Co	7 th February, 2020

Name of the Material Subsidiary	Date & Place of Incorporation	Name of Statutory Auditors	Date of Appointment of Statutory Auditor
PT Godrej Distribution Indonesia (earlier known as PT. Intrasari Raya)	29/01/1996, Jakarta, Indonesia	KPMG – Indonesia -Sidharta & Widjaja Registered Public Accountants	14 th June, 2017
Godrej SON Holdings Inc.	22-Mar-2016, United States of America	Chandan S Gupta & Co.	20 th March, 2024

M. Details of Compliance with Corporate Governance Requirements

The Company has complied with the requirements specified in Regulations 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 of the Listing Regulations.

N. Recommendation by the Board Committees

There have been no instances of rejection by the Board for any recommendations by the Board Committees during this financial year.

O. Compliance with discretionary requirements

The Company has ensured the implementation of discretionary items such as:

- Separate posts of Chairman, and CEO & MD, with the provision for reimbursement of expenses in the performance of official duties

- Unmodified audit opinions / reporting - The auditors have expressed an unmodified opinion in their report on the financial statements of the Company.
- Internal auditor reports directly to the Audit Committee

9. PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

As stipulated in Para E of Schedule V of the Listing Regulations, the practicing Company Secretary's certificate regarding the compliance of conditions of corporate governance is attached to the Board's Report.

DECLARATION BY THE MANAGING DIRECTOR

I, Sudhir Sitapati, Managing Director & CEO of Godrej Consumer Products Limited

(GCPL), hereby confirm pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Board of Directors of GCPL has laid down a Code of Conduct for all the Board members and senior management of the Company. The said Code of Conduct has also been posted on the Investors page of the Company website <https://www.godrejcp.com/>

All the Board Members and senior management personnel have affirmed their compliance with the said Code of Conduct for the year ended March 31, 2024.

For Godrej Consumer Products Ltd.

sd/-
Sudhir Sitapati
Managing Director & CEO

Mumbai, May 06, 2024

ANNEXURE A:

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of
Godrej Consumer Products Limited
Godrej One, Fourth Floor,
Pirojshanagar, Eastern Express
Highway, Vikhroli East,
Mumbai – 400079.

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Godrej Consumer Products Limited having CIN -L24246MH2000PLC129806 and having registered office at Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai - 400079 hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Names of Directors	DIN	Date of Appointment in Company
1	Tanya Arvind Dubash	00026028	2 nd May, 2011
2	Nadir Burjor Godrej	00066195	29 th Nov, 2000
3	Pirojsha Adi Godrej	00432983	1 st Apr, 2017
4	Nisaba Godrej	00591503	2 nd May, 2011
5	Sumeet Subhash Narang	01874599	1 st Apr, 2019
6	Omkar Goswami	00004258	18 th Jun, 2008
7	Ireena Vittal	05195656	30 th Apr, 2013
8	Ndidi Okonkwo Nwuneli	07738574	1 st Apr, 2017
9	Pippa Fametta Tubman Amerding	08054033	30 th Jan, 2018
10	Sudhir Sitapati	09197063	18 th Oct, 2021
11	Puchalapalli Shalini	07820672	14 th Nov, 2023

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based

on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **A. N. Ramani & Co. LLP**
Company Secretaries
UNIQUE CODE - L2024MH015700

Bhavana Khatri

Partner

FCS – 8636, COP –9577

UDIN:- F008636F000319441

Place: Kanpur

Date: 6th May, 2024