

May 26, 2011

The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

The Manager
Listing Department
National Stock exchange of India Limited
'Exchange Plaza', C-1Block G
Bandra Kurla Complex, Bandra(E)
Mumbai 400051

Fax: 22722037/39/41

Fax: 26598237/38

Dear Sir,

Subject: **Compliance under Regulation 8(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997**

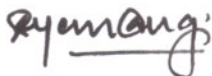
In terms of Regulation 8(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 , please find enclosed herewith the disclosure of holdings in the Company as on May 9, 2011 (Record date) and November 02, 2010 (Previous Record date).

Kindly take the above on record and acknowledge receipt.

Thank you.

Yours faithfully,

For Marico Limited



**Hemangi Wadkar
Company Secretary &
Compliance Officer**

Encl : a/a

MARICO LIMITED							
DECLARATION UNDER REGULATION 8(3) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVER) REGULATIONS, 1997							
Record Date	May 09, 2011						
Name of Stock exchanges where shares of the company are listed	Bombay Stock Exchange Limited National Stock Exchange of India Limited						
(I)	Information about persons holding more than 15% shares or voting Rights						
	NIL						
(II)	Promoter(s) or every person having control over a company and also persons acting in concert with him						
Folio No.	Name(s)	AS ON May 9, 2011		AS ON November 2, 2010		Difference	
		As at Year end (Equity Shares of face value of Re. 1 each)	% holding	As at Year end (Equity Shares of face value of Re. 1 each)	% holding	No. of shares	Percentage
IN30115112588592	Harshraj C Mariwala	1,039,800	0.17	1,039,800	0.17	0	0.00
IN30260310103376	Harsh C. Mariwala	22,214,800	3.62	22,214,800	3.62	0	0.00
IN30260310103384	Archana H. Mariwala	12,300,000	2.00	12,300,000	2.00	0	0.00
IN30115112588568	Harshraj C Mariwala HUF	6,120,000	1.00	6,120,000	1.00	0	0.00
MIL000030	Pallavi C Jaikishen	900,000	0.15	900,000	0.15	0	0.00
IN30154915714165	Malika Chirayu Amin	900,000	0.15	900,000	0.15	0	0.00
IN30074910836129	Preeti Gautam Shah	900,000	0.15	900,000	0.15	0	0.00
IN30014210413455	Ravindra K. Mariwala	940,120	0.15	940,120	0.15	0	0.00
IN30260310009739		6,843,200	1.11	6,843,200	1.11	0	0.00
IN30115112422164	Anjali R. Mariwala	3,709,000	0.60	3,709,000	0.60	0	0.00
IN30012611031659	Rajen K. Mariwala	75,000	0.01	75,000	0.01	0	0.00
IN30154914766052*^		3,618,200	0.59	4,113,200	0.67	-495,000	-0.08
IN30012610564580	Hema K. Mariwala	1,497,600	0.24	1,497,600	0.24	0	0.00
IN30012610861897*		2,168,540	0.35	2,073,540	0.34	95,000	0.02
IN30012610860257*^	Kishore V. Mariwala	2,835,260	0.46	2,911,260	0.47	-76,000	-0.01
IN30115128012186 *		1,250	0.00	1,000	0.00	250	0.00
IN30115128012194*		1,250	0.00	1,000	0.00	250	0.00
IN30115128012209*		1,250	0.00	1,000	0.00	250	0.00
IN30115128016149*		1,250	0.00	1,000	0.00	250	0.00
IN30154915416439	Arctic Investment & Trading Company Limited	8,785,000	1.43	8,785,000	1.43	0	0.00
IN30047642526838	Harsh C. Mariwala with Kishore V. Mariwala for Valentine Family Trust	73,376,000	11.94	73,376,000	11.95	0	-0.01
IN30047642526846	Harsh C. Mariwala with Kishore V. Mariwala for Aquarius Family Trust	73,376,000	11.94	73,376,000	11.95	0	-0.01
IN30047642526854	Harsh C. Mariwala with Kishore V. Mariwala for Taurus Family Trust	73,376,000	11.94	73,376,000	11.95	0	-0.01
IN30047642526862	Harsh C. Mariwala with Kishore V. Mariwala for Gemini Family Trust	73,376,000	11.94	73,376,000	11.95	0	-0.01
IN30260310103368	Rajvi H Mariwala	7,100,000	1.16	7,100,000	1.16	0	0.00
IN30260310103472	Rishabh H Mariawala	7,100,000	1.16	7,100,000	1.16	0	0.00
IN30260310003590	Paula R Mariwala	3,709,000	0.60	3,709,000	0.60	0	0.00
IN30016710016780	The Bombay Oil Private Limited	37,000	0.01	37,000	0.01	0	0.00
	TOTAL	386,301,520	62.87	386,776,520	62.98	-475,000	-0.111

*Note:

The difference in shareholdings of promoters as on 02/11/2010 and 09/05/2011 is due to inter-se transfer of shares amongst Promoters. Necessary disclosures, wherever required, under relevant SEBI Regulations have been promptly made to the Stock Exchanges.

^Note:

The difference in shareholding is pursuant to the sale of shares in open market by the Promoter. Necessary disclosures, under the relevant SEBI Regulations have been promptly made to the Stock Exchanges.

The paid-up capital of the Company as on November 2, 2010 and May 9, 2011 is 614144450 shares of Re. 1 each and 614474050 shares of Re.1 each respectively.

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