

## STATEMENT PURSUANT TO SECTION 212(1)(E) OF THE COMPANIES ACT, 1956.

Name of the subsidiary company	Amount in Crore									
	Marico Bangladesh Limited	MBL Industries Limited #	Kaya Limited	Marico Middle East FZE	Kaya Middle East FZE #	MEL Consumer Care SAE #	Egyptian American Investment and Industrial Development Company #	Marico South Africa Consumer Care (Pty) Limited	Marico South Africa Consumer Care (Pty) Limited	Marico South Africa Consumer Care (Pty) Limited
<b>Name of the holding company</b>	Marico Limited	Marico Middle East FZE	Marico Limited	Marico Limited	Marico Middle East FZE	Marico Middle East FZE	Marico Middle East FZE	Marico Limited	Marico Limited	Marico South Africa Consumer Care (Pty) Limited
Reporting Currency	BDT	BDT	Rs.	AED	AED	EGP	EGP	ZAR	ZAR	ZAR
Exchange Rate	0.621	0.621	1.000	13.851	13.851	8.423	8.423	6.634	6.634	6.634
Holding Company's interest	28,350,000 ordinary shares of Taka 10 each, fully paid up	100,000 ordinary shares of Taka 10 each, fully paid up	14,500,000 ordinary shares of Rs. 10 each, fully paid up	22 ordinary share of AED 1,000,000 each, fully paid up	1 Equity share of AED 1,50,000 fully paid up	250 Equity share of EGP 1,000 fully paid up	68,920 ordinary shares of EGP 100 each, fully paid up	800 ordinary shares of ZAR 1 each, fully paid up	500,000 ordinary shares of ZAR 0.01 each, fully paid up	500,000 ordinary shares of ZAR 0.01 each, fully paid up
Extent of Holding as on 31st March 2012	90%	100%	100%	100%	100%	100%	100%	100%	100%	100%
The "financial year" of the subsidiary company ended on	March 31, 2012	September 30, 2011	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	December 31, 2011	March 31, 2012	March 31, 2012	March 31, 2012
Net aggregate amount of the subsidiary company's profits/ (losses) dealt with in the holding company's accounts	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore	Amount in Crore
For the subsidiary's aforesaid financial year	34.02	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
For the previous financial years since it became subsidiary	24.13	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Net aggregate amount of the subsidiary company's profits/ (losses) not dealt with in the holding company's accounts	19.54	0.16	(2.94)	(0.07)	(3.18)	(0.01)	(0.44)	(0.04)	(0.28)	0.81
For the subsidiary's aforesaid financial year	208.80	(2.91)	(66.28)	0.40	(1.31)	(1.27)	(1.90)	(0.33)	(1.36)	(3.32)
For the previous financial years since it became subsidiary	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Changes, if any, in the holding company's interest in the subsidiary between the end of the financial year of the subsidiary and that of the holding company	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Material changes, if any, between the end of the financial year of the subsidiary and that of the holding company	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

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Name of the subsidiary company	Marico Egypt Industries Company#		Marico Malaysia Sdn. Bhd#		Derma Rx International Aesthetics Pte. Ltd #		The DRX Clinic Pte. Ltd #		The DRX Medispa Pte. Ltd #		DRx Investments Pte. Ltd #		DRx Aesthetics Sdn Bhd #		International Consumer Products Corporation #		Beauté Cosmétique Société Par Actions #		Thuan Phat Foodstuff Joint stock Company #		
	MEL Consumer Care SAE	Rs.	MYR	Rs.	SGD	Rs.	SGD	Rs.	SGD	Rs.	SGD	Rs.	MYR	Rs.	VND	Rs.	VND	Rs.	VND	Rs.	
Reporting Currency	EGP	8,423		40,829		40,829		40,829		40,829		40,829		16,617		0,00244		0,00244		0,00244	
Exchange Rate																					
Holding Company's interest	1,228,769 Equity shares of EGP 10 each, fully paid		17,660,240 Equity shares of MYR 1 each, fully paid	7,000,000 Equity shares of SGD 1 each fully paid up	100,000 Equity shares of SGD 1 each fully paid up	100,000 Equity shares of SGD 1 each fully paid up	100,000 Equity shares of SGD 1 each fully paid up	100,000 Equity shares of SGD 1 each fully paid up	100,000 Equity shares of SGD 1 each fully paid up	748,343 Equity shares of SGD 1 each fully paid up	990,000 Equity shares of MYR 1 each fully paid up	11,217,760 Equity shares of VND 10,000 each fully paid up	1,697,000 Equity shares of VND 10,000 each fully paid up	2,631,634 Equity shares of VND 10,000 each fully paid up							
Extent of Holding as on 31st March 2012	100%		100%		100%		100%		100%		100%		100%		85%		84.85%		83.81%		
The "financial year" of the subsidiary company ended on	December 31, 2011		March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	March 31, 2012	December 31, 2011	December 31, 2011	December 31, 2011	December 31, 2011	December 31, 2011	December 31, 2011	
Net aggregate amount of the subsidiary company's profits/(losses) dealt with in the holding company's accounts	Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		
For the subsidiary's aforesaid financial year	Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		
For the previous financial years since it became subsidiary	Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		Nil		
Net aggregate amount of the subsidiary company's profits/(losses) not dealt with in the holding company's accounts	0.95	8.02	(0.12)	0.34	0.30	12.39	0.30	0.30	0.17	6.81	0.01	0.46	0.01	0.46	4,765.36	11.63	651.06	1.59	(657.62)	(1.60)	
For the subsidiary's aforesaid financial year	4.58	37.43	(2.92)	0.01	0.28	9.79	0.28	0.09	3.02	(0.01)	(0.02)	0.50	0.03	0.50	1,233.68	2.63	448.19	0.96	(217.17)	(0.46)	
For the previous financial years since it became subsidiary	NA		NA		NA		NA		NA		NA		NA		NA		NA		NA		
Changes, if any, in the holding company's interest in the subsidiary between the end of the financial year of the subsidiary and that of the holding company	NA		NA		NA		NA		NA		NA		NA		NA		NA		Holding company increased its holding from 81.77% as on December 31, 2011 to 83.81% as on March 31, 2012	NA	
Material changes, if any, between the end of the financial year of the subsidiary and that of the holding company	NA		NA		NA		NA		NA		NA		NA		NA		NA		Holding company increased its holding from 84.15% as on December 31, 2011 to 84.85% as on March 31, 2012	NA	

# STATEMENT PURSUANT TO SECTION 212(1)(E) OF THE COMPANIES ACT, 1956.

The Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, have been given based on the exchange rates as on March 31, 2012 .  
# By virtue of Section 4 (1) (c) of the Companies Act, 1956.

- a) MBL Industries Limited (MBLIL) is a subsidiary of the Company as Marico Middle East FZE, a subsidiary of the Company, holds 100% stake in MBLIL.
- b) Kaya Middle East FZE (KME), MEL Consumer Care SAE (MELCC) and Egyptian American Industrial and Investment Development Company (EAIIDC) are subsidiaries of the company as Marico Middle East FZE, a subsidiary of the Company, holds 100% stake in KME, MELCC and EAIIDC.
- c) Marico South Africa (Pty) Limited (MSA) is a subsidiary of the company as Marico South Africa Consumer Care (Pty) Limited (MSACC), a subsidiary of the Company, holds 100% stake in MSA.
- d) Marico Egypt Industries Company is a subsidiary of the the Company, as MELCC which holds 100% stake in MEIC is a 100% subsidiary of the Company, which is a 100% subsidiary of the Company.
- e) Derma Rx International Aesthetics Pte. Ltd (DIAL) is a subsidiary of the the Company, as Kaya Limited (KAL) , a subsidiary of the Company, holds 100% stake in DIAL.
- f) The DRx Clinic Pte. Ltd (DCPL), The DRx Medispa Pte. Ltd (DMSPL), DRx Investments Pte. Ltd (DIPL) are subsidiaries of the company, as DIAL which holds 100% stake DCPL, DMSPL, DIPL , which is a 100% subsidiary of KAL , which is a 100% subsidiary of the Company.
- g) DRx Aesthetics Sdn Bhd (DASB) is a subsidiary of the Company, as DIPL which holds 100% stake in DASB is a 100% subsidiary of DIAL, which is a 100% subsidiary of the Company.
- h) Beauté Cosmétique Société Par Actions (BCS) and Thuan Phat Foodstuff Joint stock Company (TP) are subsidiaries of the Company, as International Consumer Products Corporation(ICP) which holds 99.8% stake in BCS and 98.6% stake in TP, is a subsidiary in which the Company hold 85% stake."

## For and On behalf of Board of Directors

**HARSH MARIWALA**

Chairman and Managing Director

**NIKHIL KHATTAU**

Director and Chairman of Audit Committee

**MILIND SARWATE**

Group Chief Financial Officer and Chief Human Resource Officer

**HEMANGI GHAG**

Company Secretary & Compliance Officer

Place : Mumbai

Date : May 3, 2012

## STATEMENT PURSUANT TO SECTION 212(8) OF THE COMPANIES ACT, 1956.

As per AS 21 issued by the Institute of Chartered Accountants of India, the financial statements of the Company reflecting the consolidation of the accounts of its subsidiary companies to the extent of equity holding of the companies are included in the report.

In terms of approval granted by the Central Government, Dept. of Company Affairs vide Approval letter no. 47/313/2010-CL-III dated May 10, 2010 u/s 212 (8) of the Companies Act, 1956, copy of the Balance Sheet, Profit and Loss account, report of the Board of Directors and the report of the Auditors of the subsidiary companies have not been attached to this annual report. The accounts of these companies have been separately audited as per Generally Accepted Accounting Principles / Practices as applicable in their respective jurisdiction of the country of incorporation. A statement pursuant to the above order giving details of the subsidiaries is attached herewith:

Sr. No.	Name of the subsidiary company	Reporting Currency	Exchange Rate	Capital	Reserves	Total Assets	Total Liabilities	Details of Investment (Excluding Investment in Subsidiaries)	Turnover	Profit / (Loss) Before Tax	Provision for Tax	Profit / (Loss) After Tax	Proposed Dividend including Dividend declared during the year
1	Marico Bangladesh Limited	BDT Rs.	0.621	31.50 19.56	228.82 142.10	420.26 260.99	159.94 99.33	0.01 0.01	603.63 374.85	70.21 43.60	16.65 10.34	53.56 33.26	37.80 23.47
2	MBL Industries Limited	BDT Rs.	0.621	0.10 0.06	2.73 1.70	3.42 2.12	0.59 0.37	-	-	0.26 0.16	0.10 0.06	0.16 0.10	-
3	Kaya Limited	Rs.	1.000	14.50 14.50	(59.09) (59.09)	113.52 113.52	158.10 158.10	-	129.63 129.63	(2.97) (2.97)	(0.02) (0.02)	(2.94) (2.94)	-
4	Marico Middle East FZE	AED Rs.	13.851	2.20 30.47	(0.17) (2.40)	13.88 192.22	11.85 164.15	-	15.10 209.17	(0.07) (0.98)	-	(0.07) (0.98)	-
5	Kaya Middle East FZE	AED Rs.	13.851	0.02 0.21	(4.50) (62.27)	4.26 58.98	8.74 121.04	-	6.51 90.23	(3.18) (44.01)	-	(3.18) (44.01)	-
6	MEL Consumer Care SAE	EGP Rs.	8.423	0.03 0.21	(0.91) (7.68)	3.64 30.66	4.53 38.12	-	-	(0.01) (0.12)	-	(0.01) (0.12)	-
7	Egyptian American Investment and Industrial Development Company	EGP Rs.	8.423	0.69 5.81	(1.82) (15.33)	1.33 11.16	2.46 20.68	-	1.84 15.50	(0.44) (2.77)	-	(0.44) (2.77)	-
8	Marico South Africa Consumer Care (Pty) Limited	ZAR Rs.	6.634	0.01 0.01	4.01 26.62	12.40 82.18	55.55	-	-	(0.04) (0.28)	-	(0.04) (0.28)	-
9	Marico South Africa (Pty) Limited	ZAR Rs.	6.634	0.01 0.01	0.44 2.95	10.45 69.23	9.99 66.28	-	15.73 104.33	0.18 1.21	0.06 0.41	0.12 0.81	-
10	Marico Egypt Industries Company	EGP Rs.	8.423	1.23 10.35	5.28 44.47	9.03 76.05	2.52 21.24	-	7.18 60.45	0.95 8.02	-	0.95 8.02	-
11	Marico Malaysia Sdn. Bhd.	MYR Rs.	16.617	1.77 29.35	(0.32) (5.32)	2.39 39.65	0.94 15.63	-	1.32 21.96	(0.12) (2.03)	-	(0.12) (2.03)	-
12	Derma Rx International Aesthetics Pte. Ltd.	SGD Rs.	40.829	0.70 28.58	0.11 4.52	4.23 172.78	3.42 139.68	-	0.38 15.37	0.44 18.13	0.10 4.15	0.34 13.98	-
13	The DRx Clinic Pte. Ltd.	SGD Rs.	40.829	0.01 0.41	0.23 9.54	0.34 13.68	0.09 3.74	-	0.98 39.96	0.28 11.38	(0.02) (1.01)	0.30 12.39	-
14	The DRx Medispa Pte. Ltd.	SGD Rs.	40.829	0.01 0.41	(0.03) (1.25)	0.33 13.62	0.35 14.46	-	0.66 26.79	0.19 7.80	0.02 0.99	0.17 6.81	-
15	DRx Investments Pte. Ltd.	SGD Rs.	40.829	0.07 3.06	(0.08) (3.10)	0.01 0.48	0.01 0.52	-	-	(0.01) (0.41)	-	(0.01) (0.41)	-
16	DRx Aesthetics Sdn. Bhd.	MYR Rs.	16.617	0.10 1.65	(0.25) (4.17)	0.04 0.60	0.19 3.12	-	0.07 1.24	0.01 0.18	(0.01) (0.17)	0.01 0.19	-
17	International Consumer Products Corporation	VND Rs.	0.002440	11,217.76 27.37	17,223.71 42.03	34,049.38 83.08	5,607.91 13.68	1,000.00 2.44	59,341.33 144.79	5,358.20 13.07	592.84 1.45	4,765.36 3.01	-
18	Beauté Cosmétique Soci�t� Par Actions	VND Rs.	0.002440	2,000.00 4.88	904.30 2.21	4,311.07 10.52	1,406.76 3.43	-	9,753.74 23.80	916.35 2.24	265.29 0.65	651.06 1.58	-
19	Thuan Phat Foodstuff Joint stock Company	VND Rs.	0.002440	3,140.00 7.66	(283.33) (0.69)	5,882.25 14.35	3,025.58 7.38	-	9,159.05 22.35	(657.62) (1.60)	-	(657.62) (1.60)	-

The amounts given in the table above are from the annual accounts made for the respective financial year end for each of the companies.

The Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, have been given based on the exchange rates as on March 31, 2012.

Undertaking:

We undertake that the annual accounts of the subsidiary companies and the related detailed information will be made available to the shareholders, who seek such information, at any point of time. The annual accounts of the subsidiary companies will also be kept for inspection by the investor in the Registered / Head office of Marico and that of subsidiary companies concerned.

**For and On behalf of Board of Directors**

**HARSH MARIWALA** Chairman and Managing Director  
**NIKHIL KHATTAU** Director and Chairman of Audit Committee  
**MILIND SARWATE** Group Chief Financial Officer  
**HEMANGI GHAG** Company Secretary & Compliance Officer

Place : Mumbai

Date : May 03, 2012