

MARICO LIMITED

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

Name of the subsidiary company	Marico Bangladesh Limited	MBL Industries Limited#	Kaya Skin Care Limited	Sundari LLC	Marico Middle East FZE	Kaya Middle East FZE#
Name of the holding company	Marico Limited	Marico Bangladesh Limited	Marico Limited	Marico Limited	Marico Limited	Marico Middle East FZE
Holding Company's interest	1,000,000 ordinary shares of Taka 10 each, fully paid up	100,000 ordinary shares of Taka 10 each, fully paid up	10,000,000 ordinary shares of Rs. 10 each, fully paid up	75,500 shares of USD 18.25 each, fully paid up	1 ordinary share of AED 1,000,000 fully paid up	1 ordinary share of AED 1,50,000 fully paid up
Extent of Holding	100%	100%	100%	75.5%	100.0%	100.0%
The "financial year" of the subsidiary company ended on	September 30, 2005	September 30, 2005	March 31, 2006	December 31, 2005	March 31, 2006	March 31, 2006
Net aggregate amount of the subsidiary company's profits / losses dealt with in the holding company's accounts						
• For the subsidiary's aforesaid financial year	Taka 4.13 crore (Rs. 2.96 crore)	Nil	Nil	Nil	Nil	Nil
• For the previous financial years since it became subsidiary	Taka 4.40 crore (Rs. 3.15 crore)	Nil	Nil	Nil	Nil	Nil
Net aggregate amount of the subsidiary company's profits / losses not dealt with in the holding company's accounts						
• For the subsidiary's aforesaid financial year	Taka 11.52 crore (Rs. 8.26 crore)	Taka 0.61 crore (Rs. 0.44 crore)	Rs.-11.61 crore	USD -0.15 crore (Rs.-6.64 crore)	*	*
• For the previous financial years since it became subsidiary	Taka 11.70 crore (Rs. 8.39 crore)	Taka 1.34 crore (Rs. 0.96 crore)	Rs.-12.00 crore	USD -0.15 crore (Rs.-6.64 crore)	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	Nil	Nil	NA	Nil	NA	NA
Material changes, if any, between the end of the financial year of the subsidiary and that of the holding company	Acquisition of soap brand from Aromatic Cosmetic Ltd. resulting to: Asset under construction Taka 20.24 crore (Rs. 14.51 crore) Increase in other assets Taka 5.00 crore (Rs. 3.56 crore) Increase in intangible Taka 1.50 crore (Rs. 1.08 crore)	Nil	NA	Nil	NA	NA

* The amount is in hundreds and thus negligible for consideration.

By virtue of Section 4 (1) (c) of the Companies Act, 1956, MBL Industries Limited is a subsidiary of the Company as Marico Bangladesh Limited, a subsidiary of the Company, holds 100% of the interests in MBL Industries Limited and Kaya Middle East FZE is a subsidiary of the company as Marico Middle East FZE, a subsidiary of the Company, holds 100% of the interests in Kaya Middle East FZE.

The foreign exchange rate used for converting amounts in Taka, USD and AED to INR is Rs. 0.717/Taka, Rs. 44.27/USD and Rs.12.15/AED respectively.

For and on behalf of the Board of Directors

HARSH MARIWALA Chairman and Managing Director
BIPIN SHAH Director and Chairman of Audit Committee
MILIND SARWATE Chief Financial Officer and Company Secretary

Place : Mumbai
Date : April 20, 2006

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 company in these companies are included in this Annual Report.

In terms of approval granted by the Central Government, Dept. of Company Affairs vide Approval letter no. 47/69/2006 dated March 27, 2006 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 subsidiaries is attached herewith:

(Amount in Crore)

Name of the subsidiary company	Marico Bangladesh Limited	MBL Industries Limited	Kaya Skin Care Limited	Sundari LLC	Marico Middle East FZE	Kaya Middle East FZE
Capital	Taka 1.00 (Rs. 0.72)	Taka 0.10 (Rs. 0.07)	Rs. 10.00	USD 0.18 (Rs. 7.97)	AED 0.10 (Rs. 1.22)	AED 0.02 (Rs. 0.24)
Reserves	Taka 30.82 (Rs. 22.10)	Taka 1.95 (Rs. 1.40)	Rs. -23.61	USD -0.40 (Rs. -17.71)	*	*
Total Assets	Taka 43.75 (Rs. 31.37)	Taka 5.87 (Rs. 4.21)	Rs. 59.77	USD 0.29 (Rs. 12.83)	AED 0.10 (Rs. 1.22)	AED 0.03 (Rs. 0.36)
Total Liabilities	Taka 11.93 (Rs. 8.55)	Taka 3.82 (Rs. 2.74)	Rs. 73.38	USD 0.51 (Rs. 22.58)	*	AED 0.01 (Rs. 0.12)
Details of Investment (Excluding Investment in Subsidiaries)	Nil	Nil	Nil	Nil	Nil	Nil
Turnover	Taka 67.84 (Rs. 48.64)	Taka 14.99 (Rs. 10.75)	Rs. 42.72	USD 0.14 (Rs. 6.20)	Nil	Nil
Profit / Loss Before Tax	Taka 15.69 (Rs. 11.25)	Taka 1.02 (Rs. 0.73)	Rs. -11.34	USD -0.20 (Rs. -8.85)	*	*
Provision for Tax	Taka 0.04 (Rs. 0.03)	Taka 0.41 (Rs. 0.30)	Rs. 0.27	Nil	Nil	Nil
Profit / Loss After Tax	Taka 15.65 (Rs. 11.22)	Taka 0.61 (Rs. 0.44)	Rs. -11.61	USD -0.20 (Rs. -8.85)	*	*
Proposed Dividend including Dividend declared during the year	Taka 4.13 (Rs. 2.96)	Nil	Nil	Nil	Nil	Nil

* The amount is in hundreds and thus negligible for consideration.

The foreign exchange rate used for converting amounts in Taka, USD and AED to INR is Rs. 0.717/Taka, Rs. 44.27/USD and Rs.12.15/AED respectively.

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

Undertaking:

We undertake that the annual accounts of the subsidiary companies and the related detailed information will be made available to the investors, 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 the Board of Directors

HARSH MARIWALA	Chairman and Managing Director
BIPIN SHAH	Director and Chairman of Audit Committee
MILIND SARWATE	Chief Financial Officer and Company Secretary

Place : Mumbai

Date : April 20, 2006