

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

Amount in Crore

Name of the subsidiary company	Marico Bangladesh Limited		MBL Industries Limited #		Marico Consumer Care limited		Marico Middle East FZE		MEL Consumer Care SAE #		Marico Middle East FZE		Marico South Africa Consumer Care (Pty) Limited		Marico South Africa Consumer Care (Pty) Limited #		Marico Egypt Industries Company#		Marico Malaysia Sdn. Bhd#		International Consumer Products Corporation		Thuan Phat Foodstuff Joint stock Company #		Marico Innovation Foundation #			
	BDT	Rs.	BDT	Rs.	Rs.	Rs.	AED	Rs.	EGP	Rs.	ZAR	Rs.	EGP	Rs.	ZAR	Rs.	EGP	Rs.	MYR	Rs.	VND	Rs.	VND	Rs.	VND	Rs.	Rs.	
Reporting Currency	0.772		0.772		1,000		16,306		8,592		5,687		5,687		5,687		8,592		18,346		0.00284		0.00284		0.00284		1,000	
Exchange Rate																												
Holding Company's interest	28,350,000 ordinary shares of Taka 10 each, fully paid up		100,000 ordinary shares of 10 each, fully paid up		20,660,830 ordinary shares of Rs. 10 each, fully paid up		22 ordinary share of AED 1,000,000 each, 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 and 447 ordinary shares of ZAR 1 and ZAR 1.34,361.22, respectively, fully paid up		500,000 and 254,958 ordinary shares of ZAR 0.01 and ZAR 215.10, respectively, fully paid up		1,228,769 shares of EGP 10 each, fully paid up		17,660,240 Equity shares of MYR 1 each, fully paid up		9,535,495 Equity shares of VND 10,000 each fully paid up		1,683,000 Equity shares of VND 10,000 each fully paid up		2,661,778 Equity shares of VND 10,000 each fully paid up		Nil	
Extent of Holding as on 31st March 2014	90%		100%		100%		100%		100%		100%		100%		100%		100%		85%		84.15%		84.77%		100%		100%	
The "financial year" of the subsidiary company ended on	March 31, 2014		September 30, 2013		March 31, 2014		March 31, 2014		March 31, 2014		December 31, 2013		March 31, 2014		March 31, 2014		December 31, 2013		March 31, 2014		December 31, 2013		December 31, 2013		December 31, 2013		March 31, 2014	
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		Amount in Crore		Amount in Crore		Amount in Crore		Amount in Crore	
- For the subsidiary's aforesaid financial year **	255.15	196.98	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
- For the previous financial years since it became subsidiary	86.50	55.90	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	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	-	-	0.02	0.01	3.53	3.53	(6.23)	(101.55)	(0.02)	(0.19)	(0.20)	(1.69)	0.02	0.12	0.52	2.97	1.92	16.53	(1.01)	(18.46)	20.591.85	58.48	193.46	547.73	1.56	0.29		
- For the subsidiary's aforesaid financial year **	286.72	184.11	(3.17)	(2.14)	3.29	3.29	(3.41)	(50.49)	(1.42)	(2.00)	(2.16)	(19.65)	(0.41)	(1.86)	(0.36)	(2.36)	7.62	62.12	(0.63)	(10.42)	13,617.82	33.99	1,157.51	(735.43)	(1.70)	Nil		
- For the previous financial years since it became subsidiary																												
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	Nil	Nil	NA	NA	NA	NA	NA	NA	Nil	Nil	NA	NA	NA	NA	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	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	Nil	Nil	NA	NA	NA	NA	NA	NA	Nil	Nil	NA	NA	NA	NA	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	NA	NA	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, 2014.

# 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) 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 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 (MEIC) is a subsidiary of the the Company, as MELCC which holds 100% stake in MEIC is a 100% subsidiary of MME, which is a 100% subsidiary of the Company.
- e) Beauté Cosmétique Societé 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% stake in BCS and 100% stake in TP, is a subsidiary in which the Company hold 85% stake.
- f) Halite Personal Care Private Limited (Halite) is a subsidiary of the Company as Marico Consumer Care Limited, a subsidiary of the Company, holds 100% stake in Halite. Halite has not been included in the above statement as it is under a voluntary liquidation and has concluded the final distribution of its assets.
- g) Marico Innovation Foundation (MIF), a company incorporated under Section 25 of the Companies Act, 1956. Since MIF cannot transfer funds to Marico Limited, it has not been considered for consolidation in accordance with Accounting Standard 21 (AS 21) 'Consolidated Financial Statements'.

\*\* Marico Bangladesh Limited has distributed the dividend out of the past years' profits.

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

HARSH MARIWALA	Chairman
SAUGATA GUPTA	Managing Director and CEO
VIVEK KARVE	Chief Financial Officer
HEMANGI GHAG	Company Secretary & Compliance Officer

Place : Mumbai

Date : April 30, 2014

## 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.	0.772	31.50 24.32	139.12 107.40	367.35 283.59	196.74 151.88	162.91 125.76	643.48 496.77	187.59 144.82	49.03 37.85	138.56 106.97	283.50 218.86
2	MBL Industries Limited	BDT Rs.	0.772	0.10 0.08	2.31 1.79	6.90 5.33	4.49 3.47	-	-	0.27 0.21	0.25 0.20	0.02 0.01	-
3	Marico Consumer Care Limited	Rs.	1.000	20.66 20.66	6.82 6.82	27.58 27.58	0.09 0.09	26.89 26.89	6.05 6.05	5.27 5.27	1.73 1.73	3.53 3.53	-
4	Marico Middle East FZE	AED Rs.	16.306	2.20 35.87	(10.14) (165.30)	3.74 61.05	11.68 190.48	-	5.59 91.14	(6.23) (101.55)	-	(6.23) (101.55)	-
5	MEL Consumer Care SAE	EGP Rs.	8.592	0.03 0.21	(1.08) (9.24)	4.99 42.91	6.05 51.94	-	-	(0.02) (0.19)	-	(0.02) (0.19)	-
6	Egyptian American Investment and Industrial Development Company	EGP Rs.	8.592	0.69 5.92	(1.83) (15.76)	1.66 14.28	2.81 14.28	-	2.73 23.43	(0.20) (1.69)	-	(0.20) (1.69)	-
7	Marico South Africa Consumer Care (Pty) Limited	ZAR Rs.	5.687	6.01 34.16	4.00 22.72	11.67 66.38	1.67 9.51	-	-	0.03 0.16	0.01 0.05	0.02 0.12	-
8	Marico South Africa (Pty) Limited	ZAR Rs.	5.687	5.48 31.19	0.94 5.35	10.19 57.94	3.76 21.40	-	17.14 97.49	0.75 4.28	0.23 1.31	0.52 2.97	-
9	Marico Egypt Industries Company	EGP Rs.	8.592	1.23 10.56	9.29 79.84	14.66 125.96	4.14 35.56	-	12.69 108.99	1.92 16.53	-	1.92 16.53	-
10	Marico Malaysia Sdn.Bhd	MYR Rs.	18.346	1.77 32.40	(1.64) (30.06)	1.15 21.12	1.02 18.79	-	0.66 12.11	(1.01) (18.46)	-	(1.01) (18.46)	-
11	International Consumer Products Corporation	VND Rs.	0.00284	11,217.76 31.86	45,434.34 129.03	68,663.31 195.00	12,011.21 34.11	23,035.24 65.42	96,820.57 274.97	23,143.86 65.73	2,552.00 7.25	20,591.85 58.48	-
12	Beauté Cosmétique Soci�t� Par Actions	VND Rs.	0.00284	2,000.00 5.68	1,153.30 3.28	4,465.14 12.68	1,311.84 3.73	-	8,558.44 24.31	378.34 1.07	184.88 0.53	193.46 0.54	-
13	Thuan Phat Foodstuff Joint stock Company	VND Rs.	0.00284	3,140.00 8.92	403.76 1.15	5,862.18 16.65	2,318.42 6.58	-	13,414.51 38.10	771.25 2.19	223.52 0.63	547.73 1.56	-
14	Marico Innovation Foundation	Rs.	1.000	-	0.39 0.39	2.10 2.10	1.70 1.70	-	3.00 3.00	0.29 0.29	-	0.29 0.29	-

Note:

Halite Personal Care Private Limited (Halite), a step down subsidiary of the Company, has not been included in the above statement as it is under voluntary liquidation and has concluded final distribution of its assets. The Marico Innovation Foundation ("MIF"), a company incorporated under Section 25 of the Companies Act, 1956, is a wholly owned subsidiary of the Company. Since MIF cannot transfer funds to Marico Limited, it has not been considered for consolidation in accordance with Accounting Standard 21 (AS 21) 'Consolidated Financial Statements'.

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, 2014.

Undertaking:

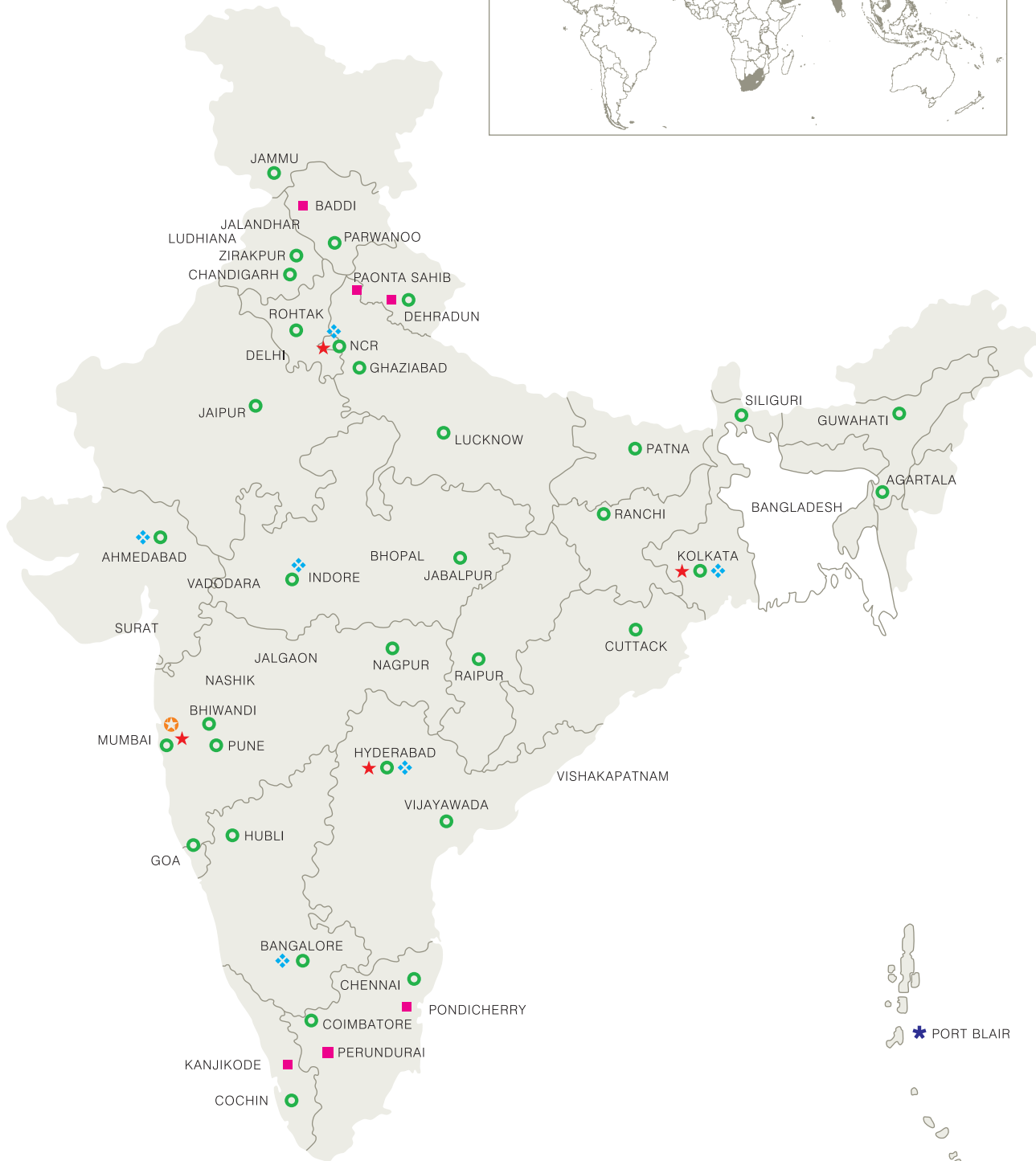
We undertake that the annual accounts of the subsidiary companies and the related detailed information will be made available to the shareholders, who seek such information, at any point of time. The annual accounts of the subsidiary companies will also be kept for inspection by the investor in the Registered/Head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

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

HARSH MARIWALA  
SAUGATA GUPTA  
VIVEK KARVE  
HEMANGI GHAG  
Place : Mumbai  
Date : April 30, 2014

Chairman  
Managing Director and CEO  
Chief Financial Officer  
Company Secretary & Compliance Officer

# OUR PRESENCE



- ★ HEAD OFFICE    ■ FACTORIES    ★ REGIONAL OFFICES    ● DEPOTS    ◆ REDISTRIBUTION CENTRES
- ★ CONSIGNMENT SALES AGENTS    ★ REGISTERED OFFICE - MARICO BANGLADESH LIMITED