# Statement Pursuant to Section 212(1)(e) of the Companies Act, 1956

**Name of the subsidiary company** | **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 (Pty) Limited #** | **CPF International (Pty) Limited #** |
---|---|---|---|---|---|---|---|---|---|---|
Reporting Currency | **BDT** | **Rs.** | **BDT** | **Rs.** | **Rs.** | **AED** | **Rs.** | **EGP** | **Rs.** | **ZAR** | **Rs.** | **ZAR** | **Rs.** |
Exchange Rate | 0.615 | 0.615 | 1.000 | 12.139 | 12.139 | 7.483 | 7.483 | 6.582 | 6.582 | 6.582 |
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 | 1 Equity share of AED 1,500,000 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 | 100 ordinary shares of ZAR 1 each, fully paid up |
Extent of Holding as on 31st March 2011 | 90% | 100% | 100% | 100% | 100% | 100% | 100% | 100% | 100% |
Amount in Crore | **BDT** | **Rs.** | **BDT** | **Rs.** | **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** |
Net aggregate amount of the subsidiary company's profits/(losses) dealt with in the holding company's accounts | 7.09 | 4.36 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
For the subsidiary's aforesaid financial year | 17.04 | 10.71 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 1.37 | 7.31 |
Net aggregate amount of the subsidiary company's profits/(losses) not dealt with in the holding company's accounts | 96.15 | 59.13 | 0.62 | 0.38 | (41.26) | (41.26) | (1.20) | (14.55) | (0.82) | (10.00) | (0.07) | (0.49) | (0.33) | (2.47) | (0.03) | (0.17) | (1.11) | - | - |
For the subsidiary's aforesaid financial year | 112.65 | 72.26 | 2.29 | 1.57 | 25.02 | 25.02 | 1.60 | 20.26 | 0.49 | 6.11 | 1.20 | 10.25 | 1.57 | 14.91 | 0.30 | 0.34 | 2.21 | 0.01 | 0.01 |
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 | 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 | NA | NA | NA | NA |
## Statement Pursuant to Section 212(1)(e) of the Companies Act, 1956.

### Reporting Currency
- **EGP** Rs. MYR Rs. SGD Rs. SGD Rs. SGD Rs. MYR Rs. VND Rs. VND Rs. VND Rs. VND
- Exchange Rate: 7.483 14.747 35.357 35.357 35.357 35.357 14.747 0.002133 0.002133 0.002133

### Holding Company's Interest
- **MEL Consumer Care SAE**
  - 1,228,769 Equity shares of EGP 10 each, fully paid
- **Marico Middle East FZE**
  - 17,660,240 Equity shares of MYR 1 each, fully paid
- **Kaya Limited**
  - 7,000,000 Equity shares of SGD 1 each fully paid up
- **Derma Rx International Aesthetics Pte. Ltd**
  - 100,000 Equity shares of SGD 1 each fully paid up
- **Derma Rx International Aesthetics Pte. Ltd**
  - 748,343 Equity shares of SGD 1 each fully paid up
- **Derma Rx International Aesthetics Pte. Ltd**
  - 990,000 Equity shares of MYR 1 each fully paid up
- **Derma Rx International Aesthetics Pte. Ltd**
  - 11,217,760 Equity shares of VND 10,000 each fully paid up
- **Derma Rx International Aesthetics Pte. Ltd**
  - 2,000,000 Equity shares of VND 10,000 each fully paid up
- **Derma Rx International Aesthetics Pte. Ltd**
  - 3,140,000 Equity shares of VND 10,000 each fully paid up

### Extent of Holding as on 31st March 2011
- **100%**
- **100%**
- **100%**
- **100%**
- **100%**
- **85%**
- **99%**
- **87%**

### The "Financial Year" of the Subsidiary Company Ended on
- **December 31, 2010**
- **March 31, 2011**
- **March 31, 2011**
- **March 31, 2011**
- **March 31, 2011**
- **December 31, 2010**
- **December 31, 2010**

### Change, 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**

### 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**
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, 2011.

# 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) CPF International (Pty) Limited (CPF) is a subsidiary of the Company, as MSA which holds 100% stake in CPF is a 100% subsidiary of MSACC, which is a 100% subsidiary of the Company,
e) Marico Egypt Industries Company 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.
f) 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.
g) 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 in DCPL, DMSPL, DIPL, is a 100% subsidiary of KAL , which is a 100% subsidiary of the Company,
h) 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,
i) Beauté Cosmétique Société Par Actions (BCS) and Thuan Phat Foods Joint stock Company (TP) are subsidiaries of the Company, as International Consumer Products Corporation (ICP) which holds 99% stake in BCS and 87% stake in TP are subsidiaries of the Company.

For and On behalf of Board of Directors

HARSH MARIWALA
NIKHIL KHATTARU
MILIND SARWATE
HEMANGI WADKAR

Chairman and Managing Director
Director and Chairman of Audit Committee
Group Chief Financial Officer and Chief Human Resource Officer
Company Secretary & Compliance Officer

Place : Mumbai
Date : May 2, 2011
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 as is attached herewith.

<table>
<thead>
<tr>
<th>Sr. No</th>
<th>Name of the subsidiary company</th>
<th>Reporting Currency</th>
<th>Exchange Rate</th>
<th>Capital</th>
<th>Reserves</th>
<th>Total Assets</th>
<th>Total Liabilities</th>
<th>Details of Investment (Excluding Investment in Subsidiaries)</th>
<th>Turnover</th>
<th>Profit / (Loss) Before Tax</th>
<th>Provision for Tax</th>
<th>Profit / (Loss) After Tax</th>
<th>Proposed Dividend declared during the year</th>
</tr>
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<tbody>
<tr>
<td>1</td>
<td>Marico Bangladesh Limited</td>
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<td>0.615</td>
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<td>114.50</td>
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<td>0.07</td>
<td>(0.82)</td>
<td>(0.82)</td>
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<td>MBL Middle East FZE</td>
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<td>13.07</td>
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<td>(0.82)</td>
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<td>(0.82)</td>
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<td>0.07</td>
<td>(0.82)</td>
<td>(0.82)</td>
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<td>(0.02)</td>
<td>(0.02)</td>
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<td>8</td>
<td>Marico South Africa Consumer Care (Pty) Limited</td>
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<td>12.19</td>
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<td>(0.01)</td>
<td>(0.01)</td>
<td>(0.01)</td>
<td>(0.01)</td>
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<td>9</td>
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<td>10</td>
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<td>0.25</td>
<td>(0.01)</td>
<td>(0.01)</td>
<td>(0.01)</td>
<td>(0.01)</td>
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<td>(0.01)</td>
<td>(0.01)</td>
<td>(0.01)</td>
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<tr>
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<td>Dermarix International Aesthetics Pvt. Ltd</td>
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<td>0.03</td>
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<td>0.04</td>
<td>0.01</td>
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<td>0.04</td>
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<tr>
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</table>

The amounts given in the table above are from the annual accounts made for the respective financial year and end for each of the companies. The Indian rupees 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, 2011. 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 MARWALA Chairman and Managing Director

NIKHIL KHATTAR Director and Chairman of Audit Committee

MILIND SARWATE Group Chief Financial Officer and Chief Human Resource Officer

HEMANGI WADKAR Company Secretary & Compliance Officer

Place : Mumbai
Date : May 2, 2011