

April 1, 2014

To  
Corporate Relations Department  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001  
BSE Scrip Code: 531642

To  
Corporate Relations Department  
The National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051

NSE Scrip Code: MARICO

Dear Sir/Madam,

**Sub: Disclosure under relevant clauses of the Listing Agreement**

**Ref: Grant of Stock options under Marico Employee Stock Option Scheme 2014**

The Corporate Governance Committee of the Board of Directors of Marico Limited has vide a resolution passed through circulation on March 26, 2014 approved grant of 3,00,000 stock options to Mr. Saugata Gupta, Managing Director & CEO of the Company on April 1, 2014 pursuant to the Marico Employee Stock Option Scheme 2014. Given below are the brief particulars in this regard.

**Background:**

The shareholders of Marico Limited ("Marico") at its Extra Ordinary General Meeting held on March 25, 2014 approved the formulation and implementation of Marico Employee Stock Option Scheme 2014 ("Marico ESOS 2014" or "the Scheme") for the benefit of the CEO of the Company. The Board of Directors of the Company had delegated the task of formulating the detailed terms and conditions of Marico ESOS 2014 to its Corporate Governance Committee ("CGC").

**Features of Marico ESOS 2014 & Current Grant:**

1. Objectives of the ESOP Scheme

- o To provide a wealth building dimension to the remuneration structure of the CEO of the Company.
- o To promote desired behaviour for meeting organization's long term business objectives
- o To enable retention for desired objectives and duration through a customized approach

2. Eligibility, Grant & Vesting

- o The CEO of the Company is entitled to the stock options granted under the Scheme.
- o The stock options granted shall be granted to the CEO on April 1, 2014.
- o Vesting period for the stock options granted under the Scheme is 2 years from the date of grant. Thus the Vesting Date of the stock options is April 1, 2016.



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www.marico.com


3. Exercise Price & Exercise

- Each stock option represents one equity share of face value of Re. 1.
- The Exercise Price is Re. 1 per Option.
- The Exercise period is 12 months from the date of vesting.
- The stock options granted shall be capable of being exercised in one or more tranches within the Exercise period.

The above is for your information.

Yours Truly,

For Marico Limited



Hemangi Ghag  
Company Secretary &  
Compliance Officer