

Date: July 22, 2024

To,

The Compliance Officer, Godrej Industries Limited Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai, Maharashtra, 400079	BSE Limited, Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Scrip Code: 500164	The National Stock Exchange of India Limited, The Listing Department, Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400051 Symbol: GODREJIND
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Subject: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir/ Ma’am,

We, Jamshyd Naoroji Godrej, Navroze Jamshyd Godrej, Raika Jamshyd Godrej and Smita Godrej Crishna and Nyrika Holkar (the "**Transferors**") wish to inform you that an aggregate of 7,01,51,322 Equity Shares of face value of INR 1/- each ("**Equity Shares**") of Godrej Industries Limited ("**GIL**"), representing 20.84% of the total issued and paid-up equity share capital of GIL have been realigned ("**Realignment**") from the Transferors to Nadir B Godrej, Tanya Arvind Dubash, Nisaba Godrej and Pirojsha Adi Godrej ("**Acquirers**") as contemplated in the Family Settlement Agreement entered into amongst certain members of the Godrej Family (including the Transferors and Acquirers) on April 30, 2024 ("**FSA**").

As required under Regulation 29(2) of the SEBI SAST Regulations, we enclose with this letter, a disclosure of the change in our shareholding in GIL, pursuant to the Realignment.

We request you to take this on record and acknowledge receipt of the same.

Thanking you.

Encl: As above

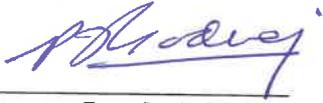
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Signed and delivered by

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Pheroza Jamshyd Godrej
Constituted Attorney of Jamshyd Naoroji Godrej
For and on behalf of Jamshyd Naoroji Godrej

Signed and delivered by

A handwritten signature in blue ink, appearing to read 'P. Godrej', written over a horizontal line.

Pheroza Jamshyd Godrej
Constituted Attorney of Navroze Jamshyd Godrej
For and on behalf of Navroze Jamshyd Godrej

Signed and delivered by



Pheroza Jamshyd Godrej
Constituted Attorney of Raika Jamshyd Godrej
For and on behalf of Raika Jamshyd Godrej

Signed and delivered by

S. Godrej Crishna.

Smita Godrej Crishna

Signed and delivered by

A handwritten signature in blue ink, appearing to read 'Nyrika Holkar', with a large, sweeping flourish underneath.

Nyrika Holkar

Disclosure under Regulation 29(2) of SEBI SAST Regulations

Name of the Target Company (TC)	Godrej Industries Limited (“GIL”)		
Name(s) of the acquirer -Transferors and Persons Acting in Concert (PAC) with the Transferors	<p>Jamshyd Naoroji Godrej Navroze Jamshyd Godrej Raika Jamshyd Godrej Smita Godrej Crishna Nyrika Holkar (each, an “Transferor” and collectively the “Transferors”)</p> <p>List of persons acting in concert with the Transferor for the purpose of the Realignment has been specified in Annexure A below.</p>		
Whether the seller Transferor belongs to Promoter/ Promoter Group	Yes, the Transferors are Members of the Promoter/ Promoter Group of GIL.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited The National Stock Exchange of India Limited		
Details of the acquisition/ disposal Realignment as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the Target Company (**)
Before the sale Realignment under consideration, holding of Transferors and PACs:			
a) Shares carrying voting rights	As per Annexure A		
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)			
Details of acquisition/ sale Realignment:			
a) Shares carrying voting rights acquired/ realigned	As per Annexure B		

b) VRs acquired/ sale -Realigned otherwise than by shares	
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sale -Realigned	
d) Shares encumbered/ invoked/ released by the transferor	
e) Total (a+b+c+d)	
After the acquisition/ sale Realignment, holding of Transferor and PAC:	
a) Shares carrying voting rights	As per Annexure A
b) Shares encumbered with by the transferor	
c) VRs otherwise than by shares	
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after sale -Realignment	
e) Total (a+b+c+d)	
Mode of acquisition/ sale -Realignment (e.g. open market/ off-market/ public issue/ right issue/ preferential allotment/ inter-se transfer etc.)	<p>The Realignment is an inter-se transfer, pursuant to a family settlement agreement between some of the promoters and their family members (“FSA”) as a result of which the Transferors have realigned 20.84% shares in GIL to Nadir B Godrej, Tanya Arvind Dubash, Nisaba Godrej and Pirojsha Adi Godrej, who are and have been members of the promoter and promoter group of the Target Company for more than 3 years. Please refer to Annexure B for number of shares of GIL realigned by the Transferors.</p> <p>Further, certain Transferors have retired from their partnership in Anamudi Real Estates LLP, promoter group entity, holding 0.57% shares of GIL, on July 10, 2024.</p> <p>GIL holds 64.88% shares in Godrej Agrovet Limited and Godrej Agrovet Limited holds 64.76% shares in Astec Lifesciences Limited.</p>
Date of acquisition/ sale -Realignment of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 18, 2024
Equity share capital/ total voting capital of the TC before the said acquisition/ sale -Realignment	INR 33,66,90,741 (33,66,90,741 equity shares of INR 1 each)

Equity share capital/ total voting capital of the TC after the said acquisition / sale -Realignment	INR 33,66,90,741 (33,66,90,741 equity shares of INR 1 each)
Total diluted share/voting capital of the TC after the said sale -Realignment	INR 33,68,58,372 (33,68,58,372 equity shares of INR 1 each)

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

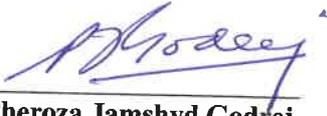
(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Date: July 22, 2024

Place: Mumbai

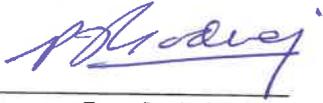
[Signature pages to follow]

Signed and delivered by



Pheroza Jamshyd Godrej
Constituted Attorney of Jamshyd Naoroji Godrej
For and on behalf of Jamshyd Naoroji Godrej

Signed and delivered by

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Pheroza Jamshyd Godrej
Constituted Attorney of Navroze Jamshyd Godrej
For and on behalf of Navroze Jamshyd Godrej

Signed and delivered by



Pheroza Jamshyd Godrej
Constituted Attorney of Raika Jamshyd Godrej
For and on behalf of Raika Jamshyd Godrej

Signed and delivered by

S. Godrej Crishna.

Smita Godrej Crishna

Signed and delivered by

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Nyrika Holkar

ANNEXURE A

List of Persons Acting in Concert with the Transferors

Shareholding details		Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	Persons acting in concert with the Transferors and holding shares (Family Members and Family Trusts through their trustees):	78,568,641	23.34%	8,417,319	2.50%
1.	Mr. Jamshyd N. Godrej	31,429,854	9.33%	1,304	0.00%
2.	Ms. Pheroza J. Godrej	33	0.00%	33	0.00%
3.	Jamshyd Godrej, Pheroza Godrej & Navroze Godrej (Trustees Of PJG Family Trust)	1	0.00%	1	0.00%
4.	Ms. Raika Jamshyd Godrej	997,089	0.30%	-	0.00%
5.	Jamshyd Godrej, Pheroza Godrej & Navroze Godrej (Trustees Of RJG Family Trust)	1	0.00%	1	0.00%
6.	Mr. Navroze Jamshyd Godrej	10,157,316	3.02%	-	0.00%
7.	Jamshyd Godrej, Pheroza Godrej & Navroze Godrej (Trustees Of NJG Family Trust)	1	0.00%	1	0.00%
8.	Mrs. Smita Godrej Crishna	607,634	0.18%	1,305	0.00%
9.	S.G. Crishna, V.M. Crishna, F.C. Bieri & Nyrika Holkar (VMC Family Trust)	1	0.00%	1	0.00%
10.	Ms. Freyan Crishna Bieri	13	0.00%	13	0.00%
11.	Smita Godrej Crishna, Freyan Crishna Bieri & Nyrika Holkar (Trustees Of FVC Children Trust)	1	0.00%	1	0.00%
12.	Ms. Nyrika Holkar	26,962,038	8.01%	0	0.00%
13.	Smita Godrej Crishna, Freyan Crishna Bieri, Nyrika Holkar (Trustees Of FVC Family Trust)	8,414,608	2.50%	8,414,608	2.50%
14.	Smita Godrej Crishna, Freyan Crishna Bieri & Nyrika Holkar (Trustees Of NVC Children Trust)	1	0.00%	1	0.00%
15.	Mr. Rishad Kaikhushru Naoraji	50	0.00%	50	0.00%

ANNEXURE B

Family Settlement Realignment

<i>Name of Transferor</i>	<i>Name of Transferee</i>	<i>Number of shares realigned</i>	<i>% of shareholding in GIL</i>
Mr. Jamshyd Godrej	Mr. Nadir Godrej	30,868,338	9.17%
Ms. Raika Godrej	Ms. Tanya Dubash	997,089	0.30%
Mr. Navroze Godrej	Ms. Tanya Dubash	10,157,316	3.02%
Mrs. Smita Godrej Crishna	Ms. Tanya Dubash	606,329	0.18%
Mr. Jamshyd Godrej	Ms. Tanya Dubash	560,212	0.17%
Mrs. Nyrika Holkar	Ms. Tanya Dubash	773,383	0.23%
Mrs. Nyrika Holkar	Ms. Nisaba Godrej	13,094,330	3.89%
Mrs. Nyrika Holkar	Mr. Pirojsha Godrej	13,094,325	3.89%
Total		7,01,51,322	20.84%