

Date: July 18, 2024

To,  
The Manager,

<b>BSE Limited</b> Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 500164	<b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai-400051 Symbol: GODREJIND
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**Sub: Disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir/ Madam,

We, Nadir Godrej, Tanya Dubash, Nisaba Godrej and Pirojsha Godrej, are submitting the requisite disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**SEBI SAST Regulations**”) in respect of the realignment of shares of Godrej Industries Limited (“**GIL**”), among the promoters and promoter group (who have been classified as promoter/ promoter group of GIL for more than three years in terms of Regulation 10(1)(a)(ii) of the SEBI SAST Regulations), pursuant to the family settlement agreement entered into amongst some members of the Godrej family on April 30, 2024 (“**Family Settlement Agreement / FSA**”).

This is for your information and records.

Thanking you,

<b>Nadir Godrej</b> 40-D, The Trees, B G Kher Marg, Malabar Hill, Mumbai 400006	<b>Tanya Dubash</b> Hasman Bungalow, 89B Bhulabhai Desai Road, Mumbai 400026, Maharashtra	<b>Nisaba Godrej</b> 4501, Strata, Planet Godrej, KK Marg, Mahalaxmi East, Mumbai 400011, Maharashtra	<b>Pirojsha Godrej</b> Aashraye Godrej House, 67H, Walkeshwar Road, Malabar Hill, Mumbai 400006, Maharashtra
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**CC: Godrej Industries Limited**  
Godrej One, Pirojshanagar,  
Eastern Express Highway,  
Vikhroli (East), Mumbai – 400079

**Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Godrej Industries Limited (“GIL”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Nadir Godrej Ms. Tanya Dubash Ms. Nisaba Godrej Mr. Pirojsha Godrej List of PACs is as per <b>Annexure A.</b>		
Whether the acquirer belongs to Promoter / Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of:</b>	<b>As per Annexure B</b>		
(a) Shares carrying voting rights			
(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)			
<b>Details of acquisition</b>	7,20,68,114 shares constituting 21.40% of the total share capital of GIL were acquired by the Acquirers as per the details set out in <b>Annexure B.</b>		
(a) Shares carrying voting rights acquired			
(b) VRs acquired otherwise than by shares			

<p>(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</p> <p>(d) Shares encumbered / invoked / released by the acquirer</p> <p>Total (a+b+c+d)</p>	
<p><b>After the acquisition / sale, holding of:</b></p> <p>a) Shares carrying voting rights</p> <p>b) Shares encumbered with the acquirer</p> <p>c) VRs otherwise than by shares</p> <p>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 acquisition</p> <p>Total (a+b+c+d)</p>	<p style="text-align: center;">As per <b>Annexure B</b></p>
<p>Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</p>	<p>The acquisition is an inter-se transfer, pursuant to a family settlement agreement between some of the promoters and their family members (“<b>FSA</b>”) as a result of which the Acquirers along with PACs have acquired 21.40% shares in GIL, by way of: (a) realignment of 20.84% shares of GIL from the transferors to the Acquirers as stated in <b>Annexure B</b>, who are and have been members of the promoter and promoter group of GIL for more than 3 years; and (b) retirement of certain members of the Godrej family from Anamudi Real Estates LLP, an intermediate holding entity and promoter group entity, holding 0.57% shares of GIL</p> <p>Taken together with their existing shareholding in GIL, the Acquirers along with PACs now own and control 64.66% of GIL.<sup>1</sup></p> <p>Please refer to <b>Annexure B</b> for number of shares of GIL acquired by the Acquirers.</p>

<sup>1</sup> Separately, the Acquirers have acquired 12.65% shares of GIL, by way of a block deal from RKN Enterprises, another promoter group entity on July 8, 2024 (“**RKNE Transaction**”).

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	1. The retiral of partners from Anamudi Real Estates LLP was completed on July 10, 2024; and 2. The realignment of 20.84% shares of GIL from the transferors to the acquirers was completed on July 18, 2024.
Equity share capital / total voting capital of the TC before the said acquisition / sale	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	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 acquisition	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 18, 2024

*[Signature pages to follow]*

  
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**Signature**  
**Nadir Godrej**  
40-D, The Trees, B G Kher Marg, Malabar Hill, Mumbai 400006

[Signature page to the intimation under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011]



**Signature**

**Pirojsha Godrej**

Aashraye Godrej House, 67H, Walkeshwar Road, Malabar Hill, Mumbai 400006, Maharashtra

[Signature page to the intimation under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011]



**Signature**

**Tanya Dubash**

Hasman Bungalow, 89B Bhulabhai Desai Road, Mumbai 400026, Maharashtra

[Signature page to the intimation under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011]



**Signature**

**Nisaba Godrej**

4501, Strata, Planet Godrej, KK Marg, Mahalaxmi East, Mumbai 400011, Maharashtra

[Signature page to the intimation under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011]



## ANNEXURE A

1. Mr. Nadir Godrej
2. Ms. Tanya Dubash
3. Ms. Nisaba Godrej
4. Mr. Pirojsha Godrej
5. Mr. Adi Godrej
6. Ms. Rati Godrej
7. Ms. Karla Bookman
8. Mr. Burjis Godrej
9. Mr. Sohrab Godrej
10. Mr. Hormazd Godrej
11. Mr. Azaar Dubash
12. Mr. Aryaan Dubash
13. Ms. Sasha Godrej
14. Ms. Lana Godrej
15. Mr. Zoran Mehta
16. Ms. Aidan Mehta
17. ABG Family Trust
18. TAD Family Trust
19. TAD Children Trust
20. NG Family Trust
21. NG Children Trust
22. PG Family Trust
23. PG Children Trust
24. PG Lineage Trust
25. NBG Family Trust
26. RNG Family Trust
27. BNG Family Trust
28. BNG Successor Trust
29. BNG Lineage Trust
30. SNG Family Trust
31. SNG Successor Trust
32. SNG Lineage Trust
33. HNG Family Trust
34. AREL Enterprise LLP

## ANNEXURE B

(i) **Realignment in Godrej Industries Limited pursuant to FSA**

<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%
<b>Total</b>		<b>7,01,51,322</b>	<b>20.84%</b>

(ii) **Partner Retirals**

<i>Name of the partnership</i>	<i>Number of shares held</i>	<i>% of shareholding in GIL</i>
Anamudi Real Estates LLP	19,16,792	0.57%

(iii) **Pre-acquisition and Post-acquisition shareholding<sup>2</sup>**

<i>Name</i>	<i>Pre-acquisition shareholding (After RKNE Transaction)</i>	<i>Pre-acquisition shareholding % (After RKNE Transaction)</i>	<i>Pre-acquisition voting rights % (After RKNE Transaction)</i>	<i>Post-acquisition shareholding</i>	<i>Post-acquisition shareholding %</i>	<i>Post-acquisition voting rights %</i>
<b>(A) Acquirers and PACs</b>						
Mr. Adi Godrej	6,07,692	0.18%	0.18%	6,07,692	0.18%	0.18%
Ms. Tanya Dubash	64,36,532	1.91%	1.91%	1,95,30,861	5.80%	5.80%
Ms. Nisaba Godrej	64,36,531	1.91%	1.91%	1,95,30,861	5.80%	5.80%
Mr. Pirojsha Godrej	64,36,535	1.91%	1.91%	1,95,30,860	5.80%	5.80%
Ms. Karla Bookman	2,37,000	0.07%	0.07%	2,37,000	0.07%	0.07%
Mr. Azaar Dubash	-	-	-	-	-	-
Mr. Aryaan Dubash	-	-	-	-	-	-
Ms. Sasha Godrej	2,41,200	0.07%	0.07%	2,41,200	0.07%	0.07%
Ms. Lana Godrej	2,65,000	0.08%	0.08%	2,65,000	0.08%	0.08%
Mr. Zoran Mehta	-	-	-	-	-	-
Ms. Aidan Mehta	-	-	-	-	-	-
Mr. Nadir Godrej	2,60,97,948	7.75%	11.53%	5,69,66,286	16.92%	20.69%
Mrs. Rati Godrej	-	-	-	-	-	-
Mr. Burjis Godrej	56,94,975	1.69%	0.00%	56,94,975	1.69%	-

<sup>2</sup> After the intimation dated April 30, 2024, filed under Regulation 10(5) on May 1, 2024, and before the date of this intimation i.e., July 18, 2024, in relation to the FSA, the Acquirers have, after making the requisite filings, undertaken the RKNE Transaction. For convenience, the pre-acquisition shareholding in GIL in the table includes the shares acquired by the Acquirers pursuant to the RKNE Transaction.

Name	Pre-acquisition shareholding (After RKNE Transaction)	Pre-acquisition shareholding % (After RKNE Transaction)	Pre-acquisition voting rights % (After RKNE Transaction)	Post-acquisition shareholding	Post-acquisition shareholding %	Post-acquisition voting rights %
Mr. Sohrab Godrej	52,82,647	1.57%	0.00%	52,82,647	1.57%	-
Mr. Hormazd Godrej	17,31,000	0.51%	0.00%	17,31,000	0.51%	-
ABG Family Trust	1,15,07,016	3.42%	3.42%	1,15,07,016	3.42%	3.42%
TAD Family Trust	1,19,34,517	3.54%	3.54%	1,19,34,517	3.54%	3.54%
TAD Children Trust	1	0.00%	0.00%	1	0.00%	0.00%
NG Family Trust	1,19,34,518	3.54%	3.54%	1,19,34,518	3.54%	3.54%
NG Children Trust	1	0.00%	0.00%	1	0.00%	0.00%
PG Family Trust	1,11,91,318	3.32%	3.32%	1,11,91,318	3.32%	3.32%
PG Children trust	1	0.00%	0.00%	1	0.00%	0.00%
PG Lineage Trust	1	0.00%	0.00%	1	0.00%	0.00%
NBG Family Trust	1,15,07,016	3.42%	3.42%	1,15,07,016	3.42%	3.42%
RNG Family Trust	1	0.00%	0.00%	1	0.00%	0.00%
BNG Family Trust	79,99,103	2.38%	2.38%	79,99,103	2.38%	2.38%
BNG Successor Trust	1	0.00%	0.00%	1	0.00%	0.00%
BNG Lineage Trust	1	0.00%	0.00%	1	0.00%	0.00%
SNG Family Trust	83,94,193	2.49%	2.49%	83,94,193	2.49%	2.49%
SNG Successor Trust	1	0.00%	0.00%	1	0.00%	0.00%
SNG Lineage Trust	1	0.00%	0.00%	1	0.00%	0.00%
HNG Family Trust	89,35,621	2.65%	2.65%	89,35,621	2.65%	2.65%
Anamudi Real Estates LLP <sup>3</sup>	19,16,792	0.57%	0.57%	19,16,792	0.57%	0.57%
AREL Enterprise LLP	27,70,983	0.82%	0.82%	27,70,983	0.82%	0.82%
<b>(B) Sellers</b>						
Mr. Jamshyd Naoroji Godrej	3,14,29,854	9.33%	9.33%	1,304	0.00%	0.00%
Mr. Navroze Jamshyd Godrej	1,01,57,316	3.02%	3.02%	-	-	-
Ms. Raika Godrej	9,97,089	0.30%	0.30%	-	-	-
Mrs. Smita Godrej Crishna	6,07,634	0.18%	0.18%	1,305	0.00%	0.00%

<sup>3</sup> Mr. Navroze Godrej, Ms. Raika Godrej, Mrs. Smita Godrej Crishna, Mrs. Nyrika Holkar and Mr. Rishad K. Naoroji have retired from Anamudi Real Estates LLP with effect from July 10, 2024.

<i>Name</i>	<i>Pre-acquisition shareholding (After RKNE Transaction)</i>	<i>Pre-acquisition shareholding % (After RKNE Transaction)</i>	<i>Pre-acquisition voting rights % (After RKNE Transaction)</i>	<i>Post-acquisition shareholding</i>	<i>Post-acquisition shareholding %</i>	<i>Post-acquisition voting rights %</i>
Mrs. Nyrika Holkar	2,69,62,038	8.01%	8.01%	-	-	-

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