

Godrej Consumer Products Ltd.
Regd. Office: Godrej One,
4th Floor, Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai - 400 079, India.
Tel : +91-22-2518 8010/8020/8030
Fax : +91-22-2518 8040
Website : www.godrejcp.com

CIN : L24246MH2000PLC129806

March 26, 2020

To,
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001
Ref.: BSE Scrip Code No. “532424”

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai-400 051
Ref.: “GODREJCP”

Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that Mr. Nadir Godrej, Non-executive Director and one of the promoters of the Company have entered into shareholders agreement on March 26, 2020 with his three sons. This intimation is pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Schedule III to the Listing Regulations.

The details as required under Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as **Annexure A**.

We request you to take the above on your record.

Thank you.

Yours faithfully,
For Godrej Consumer Products Ltd.



V Srinivasan
Chief Financial Officer & Company Secretary



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Annexure A

**Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 Read with Circular CIR/CFD/CMD/4/2015 dated September 9, 2015**

Sr. No.	Particulars	Information
a)	Name(s) of parties with whom the agreement is entered	Mr. Nadir Godrej, Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej have entered into the agreement. The Company is not a party to the agreement.
b)	Purpose of entering into the agreement	Acquisition of 0.42% voting rights in Godrej Consumer Products Limited by Mr. Nadir Godrej in respect of the equity shares held by Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej
c)	Shareholding, if any, in the entity with whom the agreement is executed	Not Applicable as all parties to the agreement are individuals
d)	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	The significant terms of the agreement include (i) authorizing Mr. Nadir Godrej to vote on behalf of Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej; (ii) right of first refusal and tag-along right in favour of Mr. Nadir Godrej in the event of proposed transfer of shares by Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej subject to the terms of the agreement.
e)	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	The parties to the agreement are a part of the promoter and promoter group of the Company. The said parties are immediate relatives. Mr. Nadir Godrej is the father of Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej.
f)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Not Applicable as the Company is not a party to the agreement
g)	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable as there is no issuance of shares pursuant to the agreement



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Sr. No.	Particulars	Information
h)	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;	The agreement does not envisage any nomination on the board of directors of the listed entity. There is no potential conflict of interest arising out of the agreement. Further, the required disclosures under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and the Companies Act, 2013 shall be made by the parties to the agreement.
i)	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. Name of parties to the agreement ii. Nature of the agreement; iii. Date of execution of the agreement; iv. Details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

