

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations.**

**2011**

Name of the Target Company (TC)	Godfrey Phillips India Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Jupiter India Fund and Jupiter India Select SPV <sup>1</sup>		
Whether the seller belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> <li>• National Stock Exchange of India Limited</li> <li>• BSE Limited</li> </ul>		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition/disposal under consideration, holding of seller:</b>			
a) Shares carrying voting rights	Jupiter India Fund – 3,073,802 equity shares	5.91%	5.91%
	Jupiter India Select SPV – 681,420 equity shares	1.31%	1.31%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL

<sup>1</sup> **Note:** Jupiter Asset Management Limited acts as the non-exclusive investment manager for various independent funds (“**Funds**”) including the seller entities indicated herein, and independently exercises all the voting rights in respect of the equity shares of the Target Company acquired by the aforesaid Funds. Prior to the disposal in question: (a) the Funds held 9.21% equity shares in the Target Company as of the previous filing date (Feb 07, 2018); (b) between Feb 07, 2018 and Dec 07, 2022, the Funds disposed of approx. 1.99% equity shares of the Target Company in various tranches; and (c) the seller entities disposed of 0.06% equity shares of the Target Company on Dec 08, 2022, thereby triggering this disclosure.

d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) <b>Total (a+b+c+d)</b>	3,755,222	7.22%	7.22%
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights <del>acquired</del> /sold	Jupiter India Fund – 25,891 equity shares  Jupiter India Select SPV – 4,077 equity shares	0.06%	0.06%
b) VRs <del>acquired</del> /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) <del>acquired</del> /sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the seller.	NIL	NIL	NIL
e) <b>Total (a+b+c+/-d)</b>	29,968	0.06%	0.06%
<b>After the acquisition/sale, holding of seller of:</b>			
a) Shares carrying voting rights sold	Jupiter India Fund – 3,047,911 equity shares  Jupiter India Select SPV – 677,343 equity shares	5.86%  1.30%	5.86%  1.30%
b) Shares encumbered with the seller	NIL	NIL	NIL
c) VRs otherwise than by equity shares	NIL	NIL	NIL

d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) <b>Total (a+b+c+d)</b>	3,725,254	7.16%	7.16%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market		
Date of acquisition of sale of voting rights shares / or date of receipt of intimation of allotment of shares, whichever is applicable	December 08, 2022		
Equity share capital / total voting capital of the TC before the said acquisition/sale	51,993,920 equity shares with a face value of INR 2 each		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	51,993,920 equity shares with a face value of INR 2 each		
Total diluted share/voting capital of the TC after the said acquisition/sale	51,993,920 equity shares with a face value of INR 2 each		

Signature of the Seller / Authorised Signatory



Name: Katie Carter

Title: Head of Compliance

Place: London, UK

Date: 12<sup>th</sup> December, 2022

Note:

(\*) 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.



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India

December 12<sup>th</sup>, 2022

*Re: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the disposal of equity shares of Godfrey Phillips India Limited.*

Dear Sir,

This is to inform you that the entities named hereinafter, have sold equity shares for *Godfrey Phillips India Limited* ("**Company**") on December 12th, 2022 by way of an open market sale. The details of the sale are as follows:

Sr. No.	Seller	No. of equity shares sold
1.	Jupiter India Fund (SEBI registered FII Sub-Account No. INUKFP242516)	25,891 equity shares constituting 0.05% of the share capital of the Company.
	Jupiter India SPV (SEBI registered FII Sub-Account No INMUFP049216)	4,077 equity shares constituting 0.01% of the share capital of the Company.

Enclosed is the copy of the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the disposal. We request you to kindly take the same on record.

The disclosure has been emailed to the following ids:

[corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

We have also made a disclosure to NSE Ltd and Godfrey Phillips India Ltd. Request you to kindly acknowledge the receipt of this letter and the disclosure.

Yours sincerely,



Katie Carter

Head of Compliance

For Jupiter India Fund

(SEBI registered FII Sub-Account No.  
INUKFP242516)

Jupiter Asset Management Ltd  
Authorised Signatory (Investment Manager)

Place: London

Date: December 12<sup>h</sup>, 2022

For Jupiter India SPV

(SEBI registered FII Sub-Account No.  
INMUFP049216)

Jupiter Asset Management Ltd  
Authorised Signatory (Investment Manager)

Place: London

Date: December 12<sup>th</sup>, 2022