

Sohrab Godrej
40-D, The Trees, B G Kher Marg, Malabar Hill, Mumbai 400006

Date: 28th September, 2020

To,
The Manager,

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 500164	National Stock Exchange of India Limited 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 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for your records.

You are requested to kindly take note of the above.

Nadir Godrej
as a constituted power of attorney holder
for Mr. Sohrab Godrej

CC: Godrej Industries Limited
Godrej One, Pirojshanagar,
Eastern Express Highway,
Vikhroli (East), Mumbai – 400079

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC): Godrej Industries Limited

Names of the stock exchanges where the shares of the target company are listed: The National Stock Exchange of India Limited and BSE Limited

Date of reporting: 28th September, 2020

Name of the promoter or PAC on whose shares encumbrance has been ~~created~~/released/~~invoked~~: Mr. Sohrab Godrej

Details of the creation of encumbrance:

Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation/ release/ invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/lien/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favor shares encumbered ***	Number	% of total share capital
As per Annexure A	55,52,647 (Pre-transfer) 52,82,647 (Post-transfer)	1.65%	55,52,647	1.65%	Release (refer note)	28 th September, 2020	Non disposal undertaking	Refer note	2,70,000	0.08%	Mr. Nadir Godrej (refer note)	52,82,647	1.57%

Signature of the Authorized Signatory:

Mr. Nadir Godrej as a constituted power of attorney holder for Mr. Sohrab Godrej

Place: Mumbai

Date: 28th September, 2020

* The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

*** This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Note: The voting rights in relation to the shares of the TC held by Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej have been vested with Mr. Nadir Godrej vide Shareholders Agreement dated 26th March, 2020 between Mr. Nadir Godrej, Mr. Burjis Godrej, Mr. Sohrab Godrej and Mr. Hormazd Godrej. The said disclosure is being filed pursuant to transfer of 2,70,000 equity shares of the TC by Mr. Sohrab Godrej to Mr. Hormazd Godrej. The voting rights in relation to the shares of the TC transferred by Mr. Sohrab Godrej to Mr. Hormazd Godrej would continue to remain vested with Mr. Nadir Godrej as per the terms of the Shareholders Agreement dated 26th March, 2020. Requisite disclosure under Regulation 31(1) is made by Mr. Hormazd Godrej for creation of encumbrance on the aforesaid number of shares of the TC acquired from Mr. Sohrab Godrej.

Annexure A

Name of the promoter(s) or PACs:

- Adi Barjorji Godrej
- Tanya Arvind Dubash
- Azaar Arvind Dubash
- Aryaan Arvind Dubash
- Nisaba Godrej
- Pirojsha Adi Godrej
- Karla Bookman
- Lana Godrej
- Sasha Godrej
- Nadir B. Godrej
- Rati Nadir Godrej
- Burjis Nadir Godrej
- Sohrab Nadir Godrej
- Hormazd Nadir Godrej
- Jamshyd Naoroji Godrej
- Pheroza Jamshyd Godrej
- Jamshyd Naoroji Godrej, Pheroza Jamshyd Godrej and Navroze Jamshyd Godrej [(Trustees of The Raika Godrej Family Trust) (Beneficial Interest is of Ms. Raika Godrej)]
- Raika Jamshyd Godrej
- Navroze Jamshyd Godrej
- Smita Godrej Crishna
- Vijay Mohan Crishna
- Freyan Crishna Bieri
- Nyrika Holkar
- Rishad Kaikhushru Naoroji
- Rishad Kaikhushru Naoroji & Others [(Partner in M/s RKN Enterprises) (Beneficial Interest is of M/s RKN Enterprises)]
- ABG Family Trust
- TAD Family Trust
- TAD Children Trust
- NG Family Trust
- NG Children Trust

Name of the promoter(s) or PACs:

- PG Family Trust
- PG Children Trust
- PG Lineage Trust
- NBG Family Trust
- RNG Family Trust
- BNG Family Trust
- BNG Successor Trust
- BNG Lineage Trust
- SNG Family Trust
- SNG Successor Trust
- SNG Lineage Trust
- HNG Family Trust
- JNG Family Trust
- PJG Family Trust
- RJG Family Trust
- Raika Lineage Trust
- NJG Family Trust
- Navroze Lineage Trust
- SGC Family Trust
- VMC Family Trust
- FVC Family Trust
- FVC Children Trust
- NVC Children Trust
- NVC Family Trust
- Godrej Seeds & Genetics Limited
- Anamudi Real Estates LLP