

Hormazd 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: Report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

I, the undersigned, am submitting the requisite report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by me of 0.11% of the paid-up equity shares of Godrej Industries Limited on 28th September, 2020.

This is for your information and records.

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

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

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Godrej Industries Limited	
2.	Name of the acquirer(s)	Mr. Hormazd Godrej	
3.	Name of the stock exchange where shares of the TC are listed	The National Stock Exchange of India Limited and BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Inter-se transfer amongst ‘Qualifying Persons’ being immediate relatives. Mr. Burjis Godrej and Mr. Sohrab Godrej are brothers of Mr. Hormazd Godrej.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes Yes Filed on 21 st September, 2020	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor/seller: Mr. Burjis Godrej and Mr. Sohrab Godrej	Yes	Yes
	b. Date of acquisition	28 th September, 2020	
	c. Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	90,000 equity shares of the TC representing 0.03% of the paid-up share capital from Mr. Burjis Godrej and 2,70,000 equity shares of the TC representing 0.08% of the paid-up share capital from Mr. Sohrab Godrej (refer note)	
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	0.03% equity shares of the TC from Mr. Burjis Godrej and 0.08% equity shares of the TC from Mr. Sohrab Godrej (refer note)	
	e. Price at which shares are proposed to be acquired /actually acquired	Not applicable as the transfer is by way of off-market gift	

8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held of TC	% w.r.t total share capital of TC	No. of shares held of TC	% w.r.t total share capital of TC
	a	Each Acquirer/ Transferee(*)			
	b	Each Seller/ Transferor			
		As per Annexure A for shares			
		As per Annexure B for voting rights			

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.
- 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 voting rights of shares of the TC acquired by Mr. Hormazd Godrej from Mr. Burjis Godrej and Mr. Sohrab Godrej would continue to remain vested with Mr. Nadir Godrej as per the terms of the Shareholders Agreement dated 26th March, 2020.

Date: 28th September, 2020

Place: Mumbai

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

Annexure A - Shares of the Target Company

Shareholding Details		Before the proposed transaction		After the proposed transaction	
		Number of shares	% w.r.t total share capital of TC	Number of shares	% w.r.t total share capital of TC
a.	Acquirer(s) and PACs (other than sellers)(*):				
	Acquirer(s)/ Transferee(s):				
1	HORMAZD NADIR GODREJ	1,371,000	0.41%	1,731,000	0.514%
	PACs (other than sellers/ transferors)	205,111,500	60.95%	205,111,500	60.95%
b.	Seller(s)/ Transferor(s):				
1	BURJIS NADIR GODREJ	5,784,975	1.72%	5,694,975	1.69%
2	SOHRAB NADIR GODREJ	5,552,647	1.65%	5,282,647	1.57%

Date: 28th September, 2020

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Annexure B - Voting Rights of the Target Company

Shareholding Details		Before the proposed transaction		After the proposed transaction	
		Number of voting rights	% w.r.t total voting rights of TC	Number of voting rights	% w.r.t total voting rights of TC
a.	Acquirer(s) and PACs (other than sellers)(*):				
	Acquirer(s)/ Transferee(s):				
1	HORMAZD NADIR GODREJ	-	0.00%	-	0.00%
	PACs (other than sellers/ transferors)	217,820,122	64.73%	217,820,122	64.73%
b.	Seller(s)/ Transferor(s):				
1	BURJIS NADIR GODREJ	-	0.00%	-	0.00%
2	SOHRAB NADIR GODREJ	-	0.00%	-	0.00%

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