



HMA UDYOG PRIVATE LIMITED

Regd. Office 49, Community Centre,
New Friends Colony, New Delhi – 110025
CINU36999DL1981PTC011548
PAN: AAACH1710M

Dated : 25th September, 2020

1. **The Secretary**
BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai- 400 001
Scrip Code: 500163
2. **The Secretary**
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai- 400 051
Scrip Symbol: GODFRYPHLP
3. **The Company Secretary**
Godfrey Phillips India Limited
Registered office: 'Macropolo Building', Ground Floor,
Dr. Babasaheb Ambedkar Road,
Lalbaug, Mumbai - 400 033

Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for your records.

You are requested to take the same on record.

Thanking you,
Yours faithfully,
For **HMA Udyog Private Limited**

Rajeev Kapoor
Director
DIN:03155896





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Disclosure 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 acquirer and Persons Acting in Concert (PAC) with the acquirer | HMA Udyog Private Limited PAC as per Annexure Attached | | |
| 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 Ltd. | | |
| 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 (**) |
| Before the acquisition under consideration, holding of : | | | |
| a) Shares carrying voting rights | 2,45,16,975 | 47.1535% | 47.1535% |
| 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 T C (specify holding in each category) | - | - | - |
| e) Total (a+b+c+d) | 2,45,16,975 | 47.1535% | 47.1535% |





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| | | | |
|--|-------------|----------|----------|
| Details of acquisition/-sale | | | |
| a) Shares carrying voting rights acquired/sold | 6728 | 0.0129% | 0.0129% |
| b) VRs acquired /sold otherwise than by shares | - | - | - |
| 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/sold | - | - | - |
| d) Shares encumbered / invoked/released by the acquirer | 6728 | 0.0129% | 0.0129% |
| e) Total (a+b+c+/-d) | | | |
| After the acquisition/-sale, holding of: | | | |
| a) Shares carrying voting rights | 2,45,23,703 | 47.1664% | 47.1664% |
| b) Shares encumbered with the acquirer | - | - | - |
| c) VRs 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) after acquisition | - | - | - |
| e) Total (a+b+c+d) | 2,45,23,703 | 47.1664% | 47.1664% |
| 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 / sale of shares / VR or date of receipt of | 25.09.2020 | | |





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| | |
|--|--------------|
| intimation of allotment of shares, whichever is applicable | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | 10,39,87,840 |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | 10,39,87,840 |
| Total diluted share/voting capital of the TC after the said Acquisition | 10,39,87,840 |

For HMA Udyog Private Limited

Rajeev Kapoor
Director
DIN: 03155896





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ANNEXURE

NAME OF THE ACQUIRER: HMA Udyog Private Limited

List of Persons Acting in Concert (PAC) with the Acquirer (list given below)

| Sl. No | Shareholder's Name | Before Acquisition | | After Acquisition | |
|--------|--|--------------------|----------------------------------|-------------------|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1. | K K Modi Investment And Financial Services Pvt Ltd | 15225824 | 29.2839 | 15225824 | 29.2839 |
| 2. | Good Investment (India) Ltd | 4309220 | 8.2879 | 4309220 | 8.2879 |
| 3. | Quick Investment (India) Ltd | 2235800 | 4.3001 | 2235800 | 4.3001 |
| 4. | Super Investment (India) Limited | 527260 | 1.0141 | 527260 | 1.0141 |
| 5. | K K Modi & Bina Modi (Trustees- Indofil Senior Executives Officers Welfare Trust) | 386280 | 0.7429 | 386280 | 0.7429 |
| 6. | K K Modi & Bina Modi (Trustees- Indofil Junior Employees (Factory) Welfare Trust) | 380000 | 0.7309 | 380000 | 0.7309 |
| 7. | K K Modi & Bina Modi (Trustees- Indofil Junior Employees (Offices) Welfare Trust) | 308560 | 0.5935 | 308560 | 0.5935 |
| 8. | K K Modi & Bina Modi (Trustees- Indofil Senior Executives (Factory) Welfare Trust) | 308560 | 0.5935 | 308560 | 0.5935 |

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| | | | | | |
|-----|---|--------|--------|--------|--------|
| 9. | K K Modi & Bina Modi (Trustees- Indofil Senior Executives (Factory) Benefit Trust) | 141360 | 0.2719 | 141360 | 0.2719 |
| 10. | K K Modi & Bina Modi (Trustees- Indofil Junior Employees (Offices) Benefit Trust) | 108220 | 0.2081 | 108220 | 0.2081 |
| 11. | K K Modi & Bina Modi (Trustees- Indofil Junior Employees (Factory) Benefit Trust) | 100560 | 0.1934 | 100560 | 0.1934 |
| 12. | Spicebulls Investments Ltd. | 83591 | 0.1608 | 83591 | 0.1608 |
| 13. | Longwell Investment Pvt Ltd | 80000 | 0.1539 | 80000 | 0.1539 |
| 14. | Swasth Investment Pvt Ltd | 80000 | 0.1539 | 80000 | 0.1539 |
| 15. | Motto Investment Private Limited | 79000 | 0.1519 | 79000 | 0.1519 |
| 16. | HMA Udyog Private Limited | 70500 | 0.1356 | 77228 | 0.1485 |
| 17. | Kedarnath Modi (Trustee) Modi Spg & Wvg Mills Co. Ltd Head office Employees Welfare Trust | 45000 | 0.0865 | 45000 | 0.0865 |
| 18. | K K Modi & Bina Modi (Trustees- Indofil Senior Executives (Offices) Benefit Trust) | 22840 | 0.0439 | 22840 | 0.0439 |
| 19. | Divya Tongya (Formerly Divya Modi) | 11500 | 0.0221 | 11500 | 0.0221 |
| 20. | Ritika N Rungta | 5440 | 0.0105 | 5440 | 0.0105 |
| 21. | Samir Modi | 2000 | 0.0038 | 2000 | 0.0038 |
| 22. | Krishan Kumar Modi jointly with Bina Modi | 2000 | 0.0038 | 2000 | 0.0038 |





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| | | | | | |
|-----|----------------------------|--------------------|-----------------|--------------------|-----------------|
| 23. | Upasana Investment Pvt Ltd | 450 | 0.0009 | 450 | 0.0009 |
| 24. | Ruchir Kumar Lalit Modi | 2000 | 0.0038 | 2000 | 0.0038 |
| 25. | Charu Modi | 10 | 0.0000 | 10 | 0.0000 |
| 26. | Bina Modi | 1000 | 0.0019 | 1000 | 0.0019 |
| | TOTAL | 2,45,16,975 | 47.1535% | 2,45,23,703 | 47.1664% |

For HMA Udyog Private Limited

Rajeev Kapoor
Director
DIN:03155896

