

## Burjis N. Godrej

The Trees, 40 D, B G Kher Marg, 2<sup>nd</sup> Floor, Malabar Hill, Mumbai 400006

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Date: 2<sup>nd</sup> January, 2020

To,  
The Manager,

<b>BSE Limited</b> Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 500164	<b>National Stock Exchange of India Limited</b> Exchange Plaza, 5 <sup>th</sup> 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 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 kindly take note of the above.

  
Nadir B. Godrej  
(As a Constituted Attorney for Burjis N. Godrej)

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

**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	Godrej Industries Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	Burjis N. Godrej		
Whether the acquirer / transferor belongs to promoter / promoter group	The transferor is a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. The National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition as follows	Number	% w.r.t. total share/ <del>voting</del> capital wherever applicable(*)	% w.r.t. total diluted share/ <del>voting</del> capital of the TC (**)
<b>Before the acquisition under consideration, holding of acquirer along with PACs:</b>			
a) Shares carrying voting rights	59,55,975 (Individually)	1.77% (Individually)	1.77% (Individually)
	20,65,50,066 (Together with PAC)	61.39% (Together with PAC)	61.37% (Together with PAC)
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	<b>20,65,50,066</b>	<b>61.39%</b>	<b>61.37%</b>
<b>Details of transfer:</b>			
a) Shares carrying voting rights	1,71,000	0.05%	0.05%
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL

d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
<b>e) Total (a+b+c+d)</b>	<b>1,71,000</b>	<b>0.05%</b>	<b>0.05%</b>
<b>After the transfer, holding of transferor along with PACs:</b>			
a) Shares carrying voting rights	57,84,975 (Individually)	1.72% (Individually)	1.72% (Individually)
	20,65,50,066 (Together with PAC)	61.39% (Together with PAC)	61.37% (Together with PAC)
b) VRs otherwise than by shares	NIL	NIL	NIL
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) after acquisition	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
<b>e) Total (a+b+c+d)</b>	<b>20,65,50,066</b>	<b>61.39%</b>	<b>61.37%</b>
Mode of transfer (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer amongst 'Qualifying Persons' through off-market transfer		
<del>Date of transfer of/ date of receipt of intimation of allotment of shares / VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.</del>	December 31, 2019		
Equity share capital / total voting capital of the TC before the said transfer	Rs. 33,64,66,016 (33,64,66,016 Equity Shares of Re. 1 each)		
Equity share capital/ total voting capital of the TC after the said transfer	Rs. 33,64,66,016 (33,64,66,016 Equity Shares of Re. 1 each)		
Total diluted share/voting capital of the TC after the said transfer	Rs. 33,65,81,797 (33,65,81,797 Equity Shares of Re. 1 each)		

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*erstwhile 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.

Date: 2<sup>nd</sup> January, 2020  
Place: Mumbai



Nadir B. Godrej  
(As a Constituted Attorney for Burjis N. Godrej)