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

Date: 28th September, 2020

To,

The Manager,

BSE Limited	National Stock Exchange of India Limited
Corporate Relationship Department,	Exchange Plaza, 5th Floor,
Phiroze Jeejeebhoy Towers,	Plot No.C/1, G Block,
Dalal Street,	Bandra-Kurla Complex, Bandra (E),
Mumbai- 400001	Mumbai-400051
Scrip Code: 500164	Symbol: GODREJIND

Sub: Disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(1) 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. Hormazd Godrej

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

<u>DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011</u>

PART A: Details of the Acquisition

Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer Whether the acquirer belongs to promoter / promoter group Name(s) of the Stock Exchange(s) where the shares of TC are Listed Details of the acquisition as follows Details of the acquisition under consideration, holding of acquirer along with PACs: a) Shares carrying voting rights Discreptible (Pac) Before the acquisition under consideration, holding of acquirer along with PACs: a) Shares carrying voting rights Details of acquisition the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) (Refer Note 1) 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 TC (specify holding in each category) e) Total (a+b+c+d) Details of acquisition: a) Shares carrying voting rights Mr. Hormazd Godrej Am. Hormazd Godrej War. Hormazd Godrej The acquirer is a part of the promoter group 1. The National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE) Number Sw. w.r.t. total diluted share/voting capital wherever applicable(*) War.I. total diluted share/voting capital wherever applicable(*) (Individually) (Indivi	Name of the Target Company (TC)	Godrej Industries Limited						
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a) Shares carrying voting rights NIL NIL NIL		21,78,20,122	64.73%	64.70%				
a) Shares carrying voting rights NIL NIL NIL	, , ,							
	-	NIL	NIL	NIL				
acquired	acquired							
b) VRs acquired otherwise than by NIL NIL NIL	-	NIL	NIL	NIL				
shares								
c) Warrants/convertible NIL NIL NIL	c) Warrants/convertible	NIL	NIL	NIL				
securities/any other instrument that	2							

entitles the acquirer to receive						
shares carrying voting rights in the						
TC (specify holding in each						
category) acquired						
d) Shares in the nature of	3,60,000	0.11%	0.11%			
encumbrance (pledge/ lien/ non-						
disposal undertaking/ others)						
(Refer Note 2)						
e) Total (a+b+c+d)	3,60,000	0.11%	0.11%			
After the acquisition, holding of						
acquirer along with PACs:						
a) Shares carrying voting rights	NIL	NIL	NIL			
a) shares carrying roung rights	(Individually)	(Individually)	(Individually)			
	21,78,20,122	64.73%	64.70%			
	(Together with	(Together with	(Together with			
	PAC)	PAC)	PAC)			
	(Refer Annexure A	(Refer Annexure A	(Refer Annexure A			
	& Annexure B)	& Annexure B)	& Annexure B)			
b) VRs otherwise than by shares	NIL	NIL	NIL			
c) Warrants/convertible	NIL	NIL	NIL			
,						
securities/any other instrument that						
entitles the acquirer to receive						
shares carrying voting rights in the						
TC (specify holding in each						
category) after acquisition	17,31,000	0.51%	0.51%			
d) Shares in the nature of	(Individually)	(Individually)	(Individually)			
encumbrance (pledge/ lien/ non-	(marvidually)	(marvidually)	(marvidually)			
disposal undertaking/ others)						
(Refer Note 1 and 2)						
e) Total (a+b+c+d)	21,78,20,122	64.73%	64.70%			
Mode of acquisition (e.g. open		e transfer between 'C	Qualifying			
market / off-market / public issue /	Persons' by way of	f gift				
rights issue / preferential allotment						
∠inter-se transfer-ete).						
Salient features of the securities	Equity Shares					
acquired including time till						
redemption, ratio at which it can be						
converted into Equity Shares, etc.						
Date of acquisition of/ date of	28th September, 20	20				
receipt of intimation of allotment of						
shares / VR/ warrants/convertible						
securities/any other instrument that						
entitles the acquirer to receive						
shares in the TC.						
Equity share capital / total voting	Rs. 33,65,20,067 (33,65,20,067 Equity	Shares of Re. 1			
capital of the TC before the said	each)					
acquisition						
acquiomon						

Equity share capital/ total voting	Rs. 33,65,20,067 (33,65,20,067 Equity Shares of Re. 1
capital of the TC after the said	each)
acquisition	888
Total diluted share/voting capital of	Rs. 33,66,45,487 (33,66,45,487 Equity Shares of Re. 1
the TC after the said acquisition	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.
- (***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

Note 1: 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.

Note 2: The voting rights in relation to 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

NADIR BURJOR

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

Annexure A - Shares of the Target Company

	Pre-transaction			Transaction			Post-transaction		
	Number of shares	% of total share capital	% of total diluted share capital	Number of shares	% of total share capital	% of total diluted share capital	Number of shares	% of total share capital	% of total diluted share capital
Acquirer(s)/ Transferee(s):									
Hormazd Godrej	1,371,000	0.41%	0.41%	360,000	0.11%	0.11%	1,731,000	0.51%	0.51%
Seller(s)/-Transferor(s):									
Burjis Godrej	5,784,975	1.72%	1.72%	(90,000)	-0.03%	-0.03%	5,694,975	1.69%	1.69%
Sohrab Godrej	5,552,647	1.65%	1.65%	(270,000)	-0.08%	-0.08%	5,282,647	1.57%	1.57%
Other PAC	205,111,500	60.95%	60.93%		-	-	205,111,500	60.95%	60.93%
Total	217,820,122	64.73%	64.70%	-	-	-	217,820,122	64.73%	64.70%

Annexure B - Voting rights of the Target Company

	Pre-transaction			Transaction			Post-transaction		
	Number of voting rights	% of total voting rights	% of total diluted voting rights	Number of voting rights	% of total voting rights	% of total diluted voting rights	Number of voting rights	% of total voting rights	% of total diluted voting rights
Acquirer(s)/ Transferee(s):									
Hormazd Godrej	-	0.00%	0.00%	,	0.00%	0.00%	-	0.00%	0.00%
Seller(s)/-Transferor(s):									
Burjis Godrej	-	0.00%	0.00%	-	0.00%	0.00%	-	0.00%	0.00%
Sohrab Godrej	-	0.00%	0.00%	,	0.00%	0.00%	-	0.00%	0.00%
Other PAC	217,820,122	64.73%	64.70%		-	-	217,820,122	64.73%	64.70%
Total	217,820,122	64.73%	64.70%	-	-	-	217,820,122	64.73%	64.70%