

## BNG FAMILY TRUST

5<sup>th</sup> Floor, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli, Mumbai – 400079

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Date: July 1, 2021

To,  
The Manager,

|   |   |
|---|---|
| <b>BSE Limited</b><br>Corporate Relationship Department,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400001<br>Scrip Code: 533150 | <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, 5th Floor,<br>Plot No.C/1, G Block,<br>Bandra-Kurla Complex, Bandra (E), Mumbai-400051<br>Symbol: GODREJPROP |
|---|---|

**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 Godrej**  
as a Trustee of BNG Family Trust

CC: Godrej Properties Limited  
Godrej One, 5<sup>th</sup> Floor, 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 Properties Limited   |  |  |
| Name(s) of the transferor and Persons acting in Concert (PAC) with the acquirer  | BNG Family Trust through its trustees, Mr. Nadir Godrej, Ms. Rati Godrej and Mr. Hormazd Godrej |  |  |
| Whether the 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)<br>2. BSE Limited (BSE)                   |  |  |
| Details of the transfer as follows   | Number  | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <b>Before the transfer under consideration, holding of transferor along with PACs:</b>   |   |  |  |
| a) Shares carrying voting rights   | 13,28,807<br>(Individually)<br>16,24,33,533<br>(Together with PAC)                              | 0.48%<br>(Individually)<br>58.43%<br>(Together with PAC)   | 0.48%<br>(Individually)<br>58.43%<br>(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 transferor to receive shares carrying voting rights in the TC (specify holding in each category) | NIL   | NIL  | NIL  |
| e) Total (a+b+c+d)   | <b>16,24,33,533</b>   | <b>58.43%</b>  | <b>58.43%</b>  |

|   |  |                          |                          |
|---|--|--------------------------|--------------------------|
| <b>Details of transfer:</b>   |  |                          |                          |
| a) Shares carrying voting rights transferred  | 11,73,729                              | 0.42%                    | 0.42%                    |
| b) VRs transferred/sold otherwise than by shares  | NIL                                    | NIL                      | NIL                      |
| c) Warrants/convertible securities/any other instrument that entitles the transferor to transfer shares carrying voting rights in the TC (specify holding in each category) transferred/ sold | 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>11,73,729</b>                       | <b>0.42%</b>             | <b>0.42%</b>             |
| <b>After the transfer, holding of transferor along with PAC:</b>  |  |                          |                          |
| a) Shares carrying voting rights  | 1,55,078<br>(Individually)             | 0.06%<br>(Individually)  | 0.06%<br>(Individually)  |
|   | 16,24,33,533<br>(Refer Note 1)         | 58.43%<br>(Refer Note 1) | 58.43%<br>(Refer Note 1) |
|   | (Together with PAC)                    | (Together with PAC)      | (Together with PAC)      |
| b) Shares encumbered with the acquirer  | NIL                                    | NIL                      | NIL                      |
| c) VRs otherwise than by shares   | NIL                                    | NIL                      | NIL                      |
| d) Warrants/convertible securities/any other instrument that entitles the transferor to transfer shares carrying voting rights in the TC (specify holding in each category) after transfer    | NIL                                    | NIL                      | NIL                      |
| <b>e) Total (a+b+c+d)</b>   | <b>16,24,33,533</b>                    | <b>58.43%</b>            | <b>58.43%</b>            |
| Mode of transfer (e.g. open market / off-market / public issue / rights issue / preferential allotment)   | On Market - Sale by way of Block Deal. |                          |                          |

|  |   |
|--|---|
| <del>/inter-se transfer etc).</del>  |   |
| <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> | June 29, 2021   |
| Equity share capital / total voting capital of the TC before the said transfer   | Rs. 1,38,98,67,465/- (27,79,73,493 equity shares of Rs. 5 each) |
| Equity share capital/ total voting capital of the TC after the said transfer   | Rs. 1,38,98,67,465/- (27,79,73,493 equity shares of Rs. 5 each) |
| Total diluted share/voting capital of the TC after the said transfer   | Rs. 1,38,98,67,465/- (27,79,73,493 equity shares of Rs. 5 each) |

**Note 1:** The post transaction shareholding of the Promoter and Promoter Group (i.e. the Transferor along with PAC) remains unchanged on account of same number of shares (i.e. 11,73,729 Equity Shares constituting 0.42% of the paid up equity share capital) being purchased from the market (Open Market - Purchase) by the Promoter of the company on the date of transaction.

**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). However, please note that the updated share capital / voting capital numbers were made available by the company. Accordingly, the above details are updated as on the date of transaction.

(\*\*) 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: July 1, 2021



**Nadir Godrej**  
**as a trustee of BNG Family Trust**