

Date: 22 August 2014

**BSE Limited**

Corporate Relations Department, 1st Floor, P J Towers, Dalal Street, Mumbai 400 001

**The National Stock Exchange of India Ltd**


Exchange Plaza, 4th Floor, Bandra-Kurla Complex, Mumbai 400 050

Godrej Consumer Products Limited, Pirojshanagar, Eastern Express Highway, Vikhroli, Mumbai 400 079

Dear Sir,

**Sub.: Disclosure regarding change in my shareholding**

Pursuant to Regulation 13(4) of the SEBI (Prohibition of Insider Trading) Regulations, 1992, I give below the details of change in my shareholding in Godrej Consumer Products Limited ( a listed company of which I am the Company Secretary)

| <b>FORM D</b>  |  |                      |
|--|--|----------------------|
| <b>Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992</b>               |  |                      |
| <b>[Regulations 13(4)]</b>   |  |                      |
| <b>Regulation 13(4) – Details of change in shareholding of Director or Officer of Listed Company</b>           |  |                      |
| Name, PAN No and address of Director/Officer   | P Ganesh<br>106-L-6, Lok Kedar, Jata Shankar Doja Road, Mulund (W),<br>Mumbai 400 080<br>PAN: ALFPP9991D |                      |
| No. & % of shares / voting rights held by the Director/Officer   | <b>8,183</b> equity shares of Godrej Consumer Products Ltd. representing <b>0.002%</b> of voting rights  |                      |
| Date of Sale   | Thursday, August 21, 2014  |                      |
| Date of intimation to company  | Friday, August 22, 2014  |                      |
| Mode of Sale   | Open Market ( Out of shares acquired under the Employee Stock Grant Scheme of the Company)               |                      |
| Number & % of shares post sale   | <b>7,683</b> <b>0.002%</b> of voting rights  |                      |
| Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member            | HDFC Securities Limited, Regn No INB231109431  |                      |
| Exchange on which the trade was executed   | The National Stock Exchange of India Ltd   |                      |
|  | <b>No. of Shares</b>   | <b>Amount in Rs.</b> |
| Buy quantity/ Buy Value  | Nil i.e Nil %  | Nil                  |
| Sell Quantity/ Sell Value  | 500 i.e 0.000%   | Rs.955 per share     |
| <br><hr/> <b>P Ganesh</b> |  |                      |
| Note:  |  |                      |
| i) Percentage holdings are calculated with reference to the paid up capital of equity shares of Re. 1 each     | <b>34,04,42,967</b>  |                      |