Disclosure under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Godrej Consumer Products Ltd.					
Name of the acquirer(s)	Godrej Industries Ltd.					
Name of the stock exchange where	BSE Limited					
shares of the TC are listed	National Stock Exchange of India Limited					
Details of the transaction including	Transferor: Godrej & Boyce Mfg. Co. Ltd.					
rationale, if any, for the	Date of Acquisition: September 23, 2014					
transfer/acquisition of shares.	No. of shares: Total 4,90,000 equity shares % of share capital: 0.144% Rationale: Inter-se transfer of shares amongst qualifying persons.					
	10(1)(a)(iii)					
The second secon	Yes. The disclosure under Regulation 10(5)					
	was made by the acquirer to BSE Limited and National Stock Exchange of India Limited					
- whether disclosure was made and						
	i .					
	prior to the proposed acquisition.					
	phot to the proposed dequisition.					
- date of filing with the stock	September 15, 2014					
exchange.						
Details of acquisition	Disclosures required Whether the					
	1	disclosures under				
	regulation 10(5)	regulation 10(5) are				
A North Control of the Control of th		actually made				
a. Name of the transferor/seller		Yes				
h Data of acquisition		V 0-				
b. Date of acquisition	September 23, 2014	Yes. On				
a Number of charge/yeting rights in	Linto E EO 000 aguitu	September 15, 2014 Yes				
respect of the acquisitions from		res				
each person mentioned in 7(a)						
	He. I/- each					
45070.	Actual: 4.90.000					
d. Total shares proposed to be		Yes				
	2 2					
,	Actual: 0.144% of the					
	share capital of TC.					
	Name of the acquirer(s) Name of the stock exchange where shares of the TC are listed Details of the transaction including rationale, if any, for the transfer/acquisition of shares. Relevant regulation under which the acquirer is exempted from making open offer. Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock	Name of the acquirer(s) Name of the stock exchange where shares of the TC are listed Details of the transaction including rationale, if any, for the transfer/acquisition of shares. Relevant regulation under which the acquirer is exempted from making open offer. Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filling with the stock exchange. Details of acquisition Details of acquisition C. Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above. d. Total shares proposed to be acquired/actually acquired as a % of diluted share capital of TC. Actual: 0.144% of the National Stock Exchange. Transferor: Godrej & Bo Date of Acquisition: Sep No. of shares: Total 4,9 % of share capital of TC. National Stock Exchange Transferor: Godrej & Bo Date of Acquisition: Sep templer 10,14,9 % of shares: Total 4,9 % of share capital of TC. Yes. The disclosure uses made was made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made by the acqui Stock Exchange. Yes. The disclosure uses made by the acqui National Stock Exchange. Yes. The disclosure uses made and within the timeline Regulations, i.e. at le prior to the proposed September 15, 2014 September 15, 2014 September 23, 2014 Upto 5,50,000 equity shares, face value of Re.1/- each Upto 0.162% of the share capital of TC. Actual: 0.144% of the				



7	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	e. Price at which shares are proposed to be acquired/actually acquired.	Market price prevailing on the proposed date of the acquisition, subject to the price not exceeding Rs. 1,104.97 per equity share on any of the Stock Exchanges where the shares of the TC are traded. Actual: @ Rs.1021.15 per equity share.		Yes	
8	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. total share capital of TC	No. of shares held	% w.r.t. total share capital of TC
	a. Each Acquirer/ Transferee(*)			700.10	
	Godrej Industries Ltd.	7,75,29,620	22.773%	7,80,19,620	22.917%
	b. Each Seller/Transferor				
	Godrej & Boyce Mfg. Co. Ltd.	12,19,11,815	35.810%	12,14,21,815	35.666%

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more
 than one acquirer, the report shall be signed either by all the persons or by a person duly authorized
 to do so on behalf of all the acquirers.

for Godrej Industries Limited,

Company Secretary

Place: Mumbai

K. B. Rajput,

Date: September 23, 2014