

Godrej & Boyce Mfg. Co. Ltd.

Regd. Office: Pirojshanagar,
Vikhroli, Mumbai 400 079, India
Tel: +91-22-6796 1700 / 1800
info@godrej.com
www.godrej.com
CIN U28993MH1932PLC001828

24th September, 2014

The Bombay Stock Exchange of India Limited
Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street,
Mumbai 400 023.

The National Stock Exchange of India Ltd
Exchange Plaza, 2nd Floor,
Bandra-Kurla Complex, Mumbai 400 050

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

Dear Sir,

Sub: **Disclosure under Regulation 13 (4A) of Securities & Exchange Board of India
(Prohibition of Insider Trading) (Amendment) Regulations, 1992 (the Regulations)**

Kindly note that the declaration filed today in respect of the sale of 4,90,000 shares of Godrej Consumer Products Ltd. made by the Company on 23.9.2014, erroneously reflected the sell value as Rs. 1012.15 instead of the actual value of Rs. 1021.15.

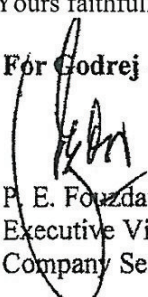
In the circumstances, please find enclosed revised declaration in Form D in accordance with Regulation 13 (4A) of the Regulations.

You are requested to kindly take note of the same.

Thanking You,

Yours faithfully,

For Godrej & Boyce Mfg. Co. Ltd.


P. E. Fouzdar
Executive Vice President (Corporate Affairs) &
Company Secretary



Encl: As above

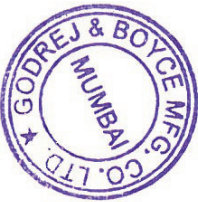
FORM D
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(4), 13(4A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company.

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director or Officer.	Date of receipt of allotment/ advice/ acquisition / sale of shares/ voting rights	Date of intimation to company	Mode of acquisition (market purchase/ public/fig hrs/ preferential + offers, etc./sale	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
GODREJ & BOYCE MFG. CO. LTD. AAACG1395D Pirojshanagar, Vikhroli, Mumbai 400079	12,19,11,815 equity shares of Re. 1 each 35.81% of the paid up capital of Godrej Consumer Products Limited, the target company	23/09/2014	24/09/2014	Market Sale - Inter se transfer of shares amongst qualifying persons	12,14,21,815 equity shares 35.67% of the Paid up capital of Godrej Consumer Products Limited	B. D. SHROFF SECURITIES PVT. LTD REG NO: INB010983934	BOMBAY STOCK EXCHANGE	N.A.	N.A.	4,90,000 equity shares of Re. 1 each	Rs. 1021.15 per equity share

Note : The paid up capital of Godrej Consumer Products Ltd. as on 24.9.2014 is 34,04,42,967 equity shares of Re. 1 each.

For Godrej & Boyce Mfg. Co. Ltd.



P. E. Fozdar
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Executive Vice President (Corporate Affairs) &
Company Secretary