Raika Godrej

40D, The Trees, B. G. Kher Marg, Malabar Hill, Mumbai 400 006

Date: January, 2018

To, The Manager,

BSE Limited

Corporate Relationship Department,

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai- 400001

Scrip Code: 532424

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,

Plot No.C/1, G Block,

Bandra-Kurla Complex, Bandra(E), Mumbai-

400051

Symbol: GODREJCP

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

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 for your records.

You are requested to kindly take note of the above.

Jamshyd Godrej

as constituted power of attorney holder

for Ms. Raika Godrej

CC: Godrej Consumer Products Limited

Godrei One.

4th Floor, Pirojshanagar,

Eastern Express Highway,

Vikhroli E, Mumbai - 400079

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

PART A: Details of the Acquisition

Name of the Target Company (TC)	Godrej Consumer	r Products Limite	ed .
Name(s) of the acquirer and Persons acting in Concert (PAC)	Ms. Raika Godre	<u> </u>	
with the acquirer		<u></u>	
Whether the acquirer belongs to promoter / promoter group	The acquirer is a		
Name(s) of the Stock Exchange(s) where the shares of TC are		Stock Exchange	of India
Listed	Limited (NS) 2. BSE Limited		
	2. BSE Limited	% w.r.t. total	0/
		share/voting	% w.r.t. total diluted
Details of the acquisition as follows	Number	eapital	share/veting
*	- 1 44412	wherever	capital of the
		applicable(*)	TC (**)
Before the acquisition under consideration, holding of		7.	
acquirer in Godrej Seeds & Genetics Limited (GSGL), a			
company which holds 27.45% of the total equity share			
capital of TC: (Refer Annexure A for Shareholding of TC)			
a) Shares carrying voting rights in GSGL b) Shares in the nature of encumbrance (pledge/ lien/ non-	0	0.00%	0.00%
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	NIL	NIL	NIL
entitles the acquirer to receive shares carrying voting rights in		11.2	1112
the TC (specify holding in each category)			
e) Total (a+b+c+d)	0	0.00%	0.00%
Details of acquisition of shares by the acquirer in GSGL, a			
company which holds 27.45% of the total equity share			
capital of TC:	0.550		
a) Shares carrying voting rights acquired in GSGL b) VRs acquired otherwise than by shares	3,572	5.26%	5.26%
c) Warrants/convertible securities/any other instrument that	NIL NIL	NIL NIL	NIL
entitles the acquirer to receive shares carrying voting rights in	NIL	IAIT	NIL
the TC (specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-	NIL	NIL	NIL
disposal undertaking/ others)			
e) Total (a+b+c+/-d)	3,572	5.26%	5.26%
After the acquisition, holding of acquirer in GSGL, a			
company which holds 27.45% of the total equity share			
capital of TC:			
a) Shares carrying voting rights in GSGL	3,572	5.26%	5.26%
b) VRs otherwise than by sharesc) Warrants/convertible securities/any other instrument that	NIL	NIL	NIL
entitles the acquirer to receive shares carrying voting rights in	NIL		
the TC (specify holding in each category) after acquisition		NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-	NIL	KITT	NITT
disposal undertaking/ others)	I INIL	NIL	NIL
e) Total (a+b+c+d)	3,572	5.26%	5,26%
Mode of acquisition (e.g. open market / off-market / public	Inter-se transfer b		
issue / rights issue / preferential allotment / inter-se transfer	way of gift/ distril		5
etc).			

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable
Date of acquisition 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.	January, 2018
Equity share capital / total voting capital of GSGL before the said acquisition	Rs. 6,78,450 (67,845 equity shares of Rs. 10 each) of GSGL, which holds 27.45% of total equity share capital of TC
Equity share capital/ total voting capital of GSGL after the said acquisition	Rs. 6,78,450 (67,845 equity shares of Rs. 10 each) of GSGL, which holds 27.45% of total equity share capital of TC
Total diluted share/voting capital of GSGL after the said acquisition	Rs. 6,78,450 (67,845 equity shares of Rs. 10 each) of GSGL, which holds 27.45% of total equity share capital of TC

Note:

- (*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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:

As a part of re-organization/realignment of shareholding within the promoters and promoter group, on account of inter-se transfer amongst immediate relatives by way of gift / distribution to the beneficiary of the trust, there will be a change in the shareholding of Godrej Seeds & Genetics Limited (GSGL), which holds 27.45% of the equity share capital of Godrej Consumer Products Limited, the Target Company. There is no change in the shareholding pattern of the Target Company entity. Also there is no change in the voting rights or control over the Target Company. The above disclosures are filed only out of abundant caution.

Date: 24 January, 2018

Jamshyd Godrej

as constituted power of attorney holder

Bugad

for Ms. Raika Godrej

Annexure A NAME OF TARGET COMPANY - GODREJ CONSUMER PRODUCTS LIMITED

		1	J-1	- Parish and a second	The state of	4.1			The first of the same of the	
	_	beinie ardi		arenoioing	Details	Details of shares acquired, disposed	IIsposed	Arter acqu	Arter acquisition/ disposal snarenolging	enolaing
			% w.r.t total	% w.r.t total		% w.r.t total	% w.r.t total		% w.r.t total	% w.r.t total
	Shareholding Details	Minho	share/voting	diluted share/	100	share/ voting	diluted share/	1	share/voting	dlluted share/
			capital wherever	votting capital of	Mamper	capital wherever	voting capital of	MUMBEL	capital wherever	voting capital of
			applicable	the TC		applicable	the TC		applicable	the TC
ei V	a. Acquiren(s) and PACs (other than sellers)(*):									
4	Acquirer(s)/ Transferee(s):									
1.8	1 RAIKA GODREJ		%00'0	%00'0					0.00%	0.00%
_	Total (A)		2,0000	9000		96000	%00'0		0.00%	0.00%
b.	b. Seller(s)/ Transferor(s):									
_	JAMSHYD NAOROJI GODREJ [(TRUSTEES OF RAIKA GODREJ									
ILC.	FAMILY TRUST) (BENEFICIAL INTEREST IS OF MS. RAIKA									
1 6	GODREJ)]	3,213,616	0.47%	0.47%				3,213,616	0.47%	0.47%
_	Total (B)	3,213,616	0.47%	0.47%		9000	0.00%	3,213,616	3,47%	0.47%
	PACs (other than sellers/ transferors)									
1 A	1 ADI B. GODREJ	1,000	900.0	96000				1,000	%00.0	0.00%
2 P	2 PARMESHWAR GODREJ	00	%00'0	%00'0				00	0.00%	0000
3	3 TANYA ARVIND DUBASH	2,142,108	0.31%	0.31%				2,142,108	0.31%	0.31%
4 Z	NISABA ADI GODREJ	2,142,122	0,31%	0.31%				2,142,122	0.31%	0.31%
5	PIROJSHA ADI GODREJ	2,142,150	0.31%	0.31%				2,142,150	0.31%	0.31%
9	NADIR BARJORJI GODREJ	1,834,908	0.27%	0.27%				1,834,908	9.27%	0.27%
7 B	BURJIS NADIR GODREJ	1,267,448	0.19%	0.19%				1,267,448	0.19%	0.19%
ου ΣΛ	SOHRAB NADIR GODREJ	1,267,456	0.19%	0.19%				1,267,456	0.19%	0.19%
6	HORMAZD NADIR GODREJ	2,057,456	0.30%	0.30%				2,057,456	0.30%	0.30%
10 N	10 NAVROŻE JAMSHYD GODREJ	3,213,618	0.47%	0.47%				3,213,618	0.47%	0.47%
11 F	11 FREYAN CRISHNA BIERI	1,934,180	0.28%	0.28%				1,934,180	0.28%	0.28%
12 N	12 NYRIKA HOLKAR	1,934,176	0.28%	0.28%				1,934,176	0.28%	0.28%
13 R	13 RISHAD KAIKHUSHRU NAOROJI	48	0.00%	%00:0				48	0.00%	9600.0
14 R	RISHAD KAIKHUSHRU NAOROJI (As a Partner of RKN									
	Enterprises}	8,959,000	1.31%	1.31%				8,959,000	1.31%	1.31%
15 G	GODREJ & BOYCE MANUFACTURING COMPANY LIMITED	50,007,630	7.34%	7.34%				50,007,630	7.34%	7.34%
16 G	16 GODREJ INDUSTRIES LIMITED	161,875,240	23.76%	23.76%				161,875,240	23.76%	23.76%
17 G	17 GODREJ SEEDS & GENETICS LIMITED	187,000,000	27.45%	27.45%				187,000,000	27.45%	27.45%
É	Total (C)	427,778,548	62.79%	62.79%	•	0.00%	%00'0	427,778,548	62.79%	62.79%
É	Total (A)+(B)+(C)	430,992,164	63.26%	63.26%		%00.0	%00:0	430,992,164	63.26%	63.26%

Date of Fanuary, 2018

Jamshyd Godrej as constituted power of attorney holder for Ms. Raika Godrej

Raika Godrej

40D, The Trees, B. G. Kher Marg, Malabar Hill, Mumbai 400 006

Date: 24 January, 2018

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-
Mumbai- 400001	400051
Scrip Code: 532424	Symbol: GODREJCP

Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 for your records.

You are requested to kindly take note of the above.

Jamshyd Godrej

as constituted power of attorney holder

for Ms. Raika Godrej

CC: Godrej Consumer Products Limited

Godrej One,

4th Floor, Pirojshanagar,

Eastern Express Highway,

Vikhroli E, Mumbai - 400079

<u>DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATION, 2011</u>

Name of the Target Company (TC)	Godrej Consumer	· Products I imite	d
Name(s) of the acquirer and Persons acting in Concert (PAC)			
with the acquirer	Ms. Raika Godrej		
Whether the acquirer belongs to promoter / promoter group	The acquirer is a	nort of the prome	ter eroun
		Stock Exchange	
Name(s) of the Stock Exchange(s) where the shares of TC are			or ingla
Listed	Limited (NS)		
	2. BSE Limited		101
		% w.r.t. total	% w.r.t. total
The 11 Ca 1 III Ca 1		share/veting	diluted
Details of the acquisition as follows	Number	capital	share/voting
		wherever	eapital of the
		applicable(*)	TC (**)
Before the acquisition under consideration, holding of			
acquirer in Godrej Seeds & Genetics Limited (GSGL), a			
company which holds 27.45% of the total equity share			
<u>capital of TC</u> : (Refer Annexure A for Shareholding of TC)			
a) Shares carrying voting rights in GSGL	0	0.00%	0.00%
b) Shares in the nature of encumbrance (pledge/ lieh/ non-	NIL	NIL	NIL
disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that	NIL	NIL	NIL
entitles the acquirer to receive shares carrying voting rights in			
the TC (specify holding in each category)			
e) Total (a+b+c+d)	0	0.00%	0.00%
Details of acquisition of shares by the acquirer in GSGL, a		0.0078	0.0070
company which holds 27.45% of the total equity share			
capital of TC:			
a) Shares carrying voting rights acquired in GSGL	3,572	5.26%	5.26%
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that	NIL	NIL	NIL NIL
entitles the acquirer to receive shares carrying voting rights in	NIL	NIL	NIL
the TC (specify holding in each category) acquired	1		
d) Shares in the nature of encumbrance (pledge/ lien/ non-	NIII	, TTT	
	NIL	NIL	NIL
disposal undertaking/ others)	2.570	5.060/	
e) Total (a+b+c+/-d)	3,572	5.26%	5.26%
After the acquisition, holding of acquirer in GSGL, a			
company which holds 27.45% of the total equity share			
capital of TC:			
a) Shares carrying voting rights in GSGL	3,572	5.26%	5.26%
b) VRs otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that	NIL		
entitles the acquirer to receive shares carrying voting rights in		NIL	NIL
the TC (specify holding in each category) after acquisition			
d) Shares in the nature of encumbrance (pledge/ lien/ non-	NIL	NIL	NIL
disposal undertaking/ others)	1122	1112	11111
e) Total (a+b+c+d)	3,572	5.26%	5.26%
Mode of acquisition (e.g. open market / off-market / public	Inter-se transfer b		
issue / rights issue / preferential allotment / inter-se transfer	way of gift/ distril		ne recons na
etc).	way or gire distri	OGLIOII	
Date of acquisition of/ date of receipt of intimation of	24 January, 2018		
allotment of shares / VR/ warrants/convertible securities/any	XY January, 2018		
attoution of shares / vio warrants/convertible securities/any			

other instrument that entitles the acquirer to receive shares in the TC.	
Equity share capital / total voting capital of GSGL before the said acquisition	Rs. 6,78,450 (67,845 equity shares of Rs. 10 each) of GSGL, which holds 27.45% of total equity share capital of TC
Equity share capital/ total voting capital of GSGL after the said acquisition	Rs. 6,78,450 (67,845 equity shares of Rs. 10 each) of GSGL, which holds 27.45% of total equity share capital of TC
Total diluted share/voting capital of GSGL after the said acquisition	Rs. 6,78,450 (67,845 equity shares of Rs. 10 each) of GSGL, which holds 27.45% of total equity share capital of TC

Note:

- (*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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:

As a part of re-organization/ realignment of shareholding within the promoters and promoter group, on account of inter-se transfer amongst immediate relatives by way of gift / distribution to the beneficiary of the trust, there will be a change in the shareholding of Godrej Seeds & Genetics Limited (GSGL), which holds 27.45% of the equity share capital of Godrej Consumer Products Limited, the Target Company. There is no change in the shareholding pattern of the Target Company entity. Also there is no change in the voting rights or control over the Target Company. The above disclosures are filed only out of abundant caution.

Date: 24 January, 2018

Jamshyd Godrej

as constituted power of attorney holder

Lyperd

for Ms. Raika Godrej

Annexure A NAME OF TARGET COMPANY - GODREJ CONSUMER PRODUCTS LIMITED

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		berore acq	ulsidon/ disposal snarenoiding	arenolding	Silenari	n snares acquireu/ c	nacoden	אוופו פראה	Billioniy wishesal sila	CHOMING
			% w.r.t total	% w.r.t total		% w.r.t total	% w.r.t total		% w.r.t total	% w.r.t total
	Shareholding Details	1	share/ voting	diluted share/	Manufact	share/ voting	diluted share/	Monthon	share/ voting	diluted share/
		Number	capital wherever	voting capital of	Number	capital wherever	voting capital of		capital wherever	voting capital of
			applicable	the TC		applicable	the TC		applicable	the TC
e,	a. Acquirer(s) and PACs (other than sellers)(*):									
Ľ	Acquirer(s)/ Transferee(s):									
F	1 RAIKA GODREJ	•	%00:0	0.00%					0.00%	0.00%
	Total (A)		%00.0	96000		%00'0	0,00%		0.00%	0.00%
S	b. Seller(s)/ Transferor(s):									
	JAMSHYD NAOROJI GODREJ [[TRUSTEES OF RAIKA GODREJ									
-	FAMILY TRUST) (BENEFICIAL INTEREST IS OF MS. RAIKA	2 2 2 2 5 1 5	XCV 0	0 47%				3 213 616	0.47%	0.47%
	Total (B)	3,213,616	0.47%		[-	0.00%	0.00%		0.47%	0.47%
Ĺ	PACs (other than sellers/ transferors)									
-	ADI B. GODREJ	1,000	00:00	%00.0				1,000	900.0	%00'0
2	PARMESHWAR GODREJ	00	0.00%	%00.0				80	90000	0.00%
3	TANYA ARVIND DUBASH	2,142,108	0.31%	0.31%				2,142,108	0.31%	0.31%
4	NISABA ADI GODREJ	2,142,122	0.31%	0.31%				2,142,122	0.31%	0.31%
5	PIROJSHA ADI GODREJ	2,142,150	0.31%	0.31%				2,142,150	0.31%	0.31%
9	NADIR BARJORJI GODREJ	1,834,908	0.27%	0.27%				1,834,908	0.27%	0.27%
7 B	BURIIS NADIR GODREJ	1,267,448	0.19%	0.19%		,		1,267,448	0.19%	0.19%
8	SOHRAB NADIR GODREJ	1,267,456	0.19%	0.19%				1,267,456	0.19%	0.19%
6	9 HORMAZD NADIR GODREJ	2,057,456	0.30%	0.30%				2,057,456	0.30%	0.30%
10	10 NAVROZE JAMSHYD GODREJ	3,213,618	0.47%	0.47%				3,213,618	0.47%	0.47%
11 F	11 FREYAN CRISHNA BIERI	1,934,180	0.28%	0.28%				1,934,180	0.28%	0.28%
12 1	12 NYRIKA HOLKAR	1,934,176	0.28%	0.28%				1,934,176	0.28%	0.28%
13 R	13 RISHAD KAIKHUSHRU NAOROJI	48	0.00%	0.00%				48	90000	0.00%
14 R	RISHAD KAIKHUSHRU NAOROJI (As a Partner of RKN									
	Enterprises)	8,959,000	1,31%	1,31%				8,959,000	1.31%	1.31%
51	GODREJ & BOYCE MANUFACTURING COMPANY LIMITED	50,007,630	7.34%	7.34%				50,007,630	7.34%	7.34%
16 €	16 GODREJ INDUSTRIES LIMITED	161,875,240	23.76%	23.76%				161,875,240	23.76%	23.76%
17 6	17 GODREJ SEEDS & GENETICS LIMITED	187,000,000	27.45%	27.45%			_	187,000,000	27.45%	27.45%
_	Total (C)	427,778,548	62,79%	62.79%		%00'0	%00'0		62.79%	62.79%
	Total (A)+(B)+(C)	430,992,164	63.26%	63.26%	•	%00'0	0.00%	430,992,164	63.26%	63.26%

Date: At January, 2018

Jamshyd Godrej as constituted power of attorney holder for Ms. Railæ Godrej