## **NVC Family Trust**

Date: 31 ST 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), Mumbai400051
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 a constituted power of attorney holder For Smita Godrej Crishna as a trustee of NVC Family Trust

CC: Godrej Consumer Products Limited Godrej One, 4<sup>th</sup> Floor, Pirojshanagar, Eastern Express Highway, Vikhroli E, Mumbai – 400079

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

### PART A: Details of the Acquisition

Name of the Target Company (TC)  Name(s) of the acquirer and Persons acting in Concert (PAC)	Godrej Consum	er Products Limit	ed
with the acquirer	Smita Godrej Cr NVC Family Tr	ishna and others	as trustees of
Whether the acquirer belongs to promoter / promoter group	The cogning in	ıst	
Name(a) of the Start D. J.	The acquirer is a	part of the prom	oter group
Name(s) of the Stock Exchange(s) where the shares of TC are	1. The Nationa	l Stock Exchange	e of India
	Limited (NS	SE)	
	2. BSE Limite		
		% w.r.t. total	% w.r.t. total
Details of the acquisition as follows	Manufact	share/veting	diluted
-	Number	capital	share/veting
		wherever	capital of the
Before the acquisition under consideration, holding of		applicable(*)	TC (**)
acquirer in Godrei Seeds & Genetics I imited (CCCI)			
company which holds 27.45% of the total equity share			
capital of 1C:			
a) Shares carrying voting rights			
b) Shares in the nature of encumbrance (pledge/lien/nam	NIL	NIL	NII
uisposai undertaking/ others)	NIL	NIL	NII
c) Voting rights (VR) otherwise than by shares			
u) warrants/convertible securities/any other instrument at all	NIL	NIL	NΠ
officials the acquirer to receive shares carrying voting walks in	NIL	NIL	NII
and to (specify floiding in each category)			
e) Total (a+b+c+d)	2777		
Details of acquisition of Compulsorily Convertible	NIL	NIL	NII
reference shares (CCPS) by the acquirer in CCCT			
Jumpany Which holds 27.45% of the total agreety at an in-			
apital of IC: (Keier Annexure A for Sharahalding of TC)		1	
of bridges carrying voting rights acquired	).III		
)) VRs acquired otherwise than by shares	NIL	NIL	NIL
Warrants/convertible securities/any other instrument at	NIL	NIL	NIL
unities the acquirer to receive shares correing voting significant	3,44,200	5.07%	5.02%
THE TO TO TO TO TO THE PARTY OF	(CCPS)	(CCPS)	(Diluted)
Duales in the nature of encumbrance (pledge/lien/man	NIII		
isposal unucitaking/ others)	NIL	NIL	NIL
Total (a+b+c+/-d)	3 44 200		
fter the acquisition, holding of acquirer in GSGL, a	3,44,200	NIL	5.02%
ompany which notes 27.45% of the total equity share			
apital of 1C:	-		
) Shares carrying voting rights	NIL		
) VRs otherwise than by shares	NIL	NIL	NIL
Warrants/convertible securities/any other instrument that		NIL	NIL
unies the acquirer to receive shares carrying voting sights in	3,44,200	5.07%	5.02%
SOL the 1 C (specify nolding in each category) after	(CCPS)	(CCPS)	(Diluted)
equisition			
Shares in the nature of encumbrance (pledge/ lien/ non-	NIL	2777	
sposal undertaking/ others)	MIL	NIL	NIL
Total (a+b+c+d)	3,44,200	) IIIv	
		NIL NIL	5.02%

Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Contribution to trust (Private Family Trust)
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.  Date of acquisition of date of receipt of intimation of	One Compulsorily Convertible Preference Share convertible into one equity share of Rs. 10 each within 10 years from the date of allotment
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.6,85,23,450 (68,52,345 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: There is no direct or indirect change in the voting rights or control over the TC. The above disclosures are filed only out of abundant caution.

Date: 31 January, 2018

Jamshyd Godrej

as constituted power of attorney holder

for Mrs. Smita Godrej Crishna as a trustee of NVC Family Trust

Burgard

ADME OF THE TARGET COMPANY - GODREJ CONSUMER PRODUCTS LIMITED

	Te ample	Delvie mywisichoti, disposal snarenolding	ial circiaing	Defra c	mf charge armilled /	Menone	.00		
•		% w.r.t total	92 to p t broken	C C C C C C C C C C C C C C C C C C C	South of shall as acquired, disposed	disposed	After acq	After acquisition/ disposal shareholding	reholding
Shareholding Details		Anna Contract	W.F. CLOUS		% w.r.t total	% w.r.t total		% w.r.t total	% w.r.t total
	Number	snare/ voting	diluted share/	Number	share/ voting	diluted share/		share/vorthrz	dilitted chare/
		capital wherever	voting capital of		capital wherever	voting capital of	Number	capital wherever	voting capital of
. Acquirer(s) and PACs (other than sellers)(*):					applicable	the TC		applicable	the TC
Acquirer(s)/ Transferee(s):									
NVC FAMILY TRUST									
Total (A)	1	0.00%	0,00%					7600 0	9000
b. Sallarfel/Transferonfelt		0.00%	0.00%		0.00%	0.00%		79000	000
CAUTA CODDEL OPICIO								ROSCO	0,00%
Z SIMILA GOUREI CRISHINA	·	0000	0.00%						
Total (B)	,	0.00%	O DOW		A 6000		•	0.00%	0.00%
			arania .		0.00%	0.00%	•	0.00%	0.00%
1 ADI B, GODREI	1.000	J 0.009K	0.000						
2 PARMESHWAR GODREJ		0.000	2000				1,000	0.00%	9000
3 TANYA ARVIND DUBASH	2 142 108	2010	2000				00	96000	0.00%
4 NISABA ADI GODRE!	2.142.122	0.31%	0.31%				2,142,108	0.31%	0.31%
5 PIROJSHA ADI GODREJ	2.142.150	0.219K	0.3178				2,142,122	0.31%	0.31%
6 NADIR BARJORJI GODREJ	1.834.908	17020	W.E.O.				2,142,150	0.31%	0.31%
BURIIS NADIR GODREJ	1.267.448	2010	0.27%				1,834,908	0.27%	0.27%
8 SOHRAB NADIR GODREJ	1.267.456	2400	0.13%				1,267,448	0.19%	0,19%
9 HORMAZD NADIR GODRE!	2.057.456	906.0	0.15%				1,267,456	0.19%	0.19%
10 NAVROZE JAMSHYD GODREJ	3.214 618	0.4782	0.0200				2,057,456	0.30%	9608'0
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE		0 100	0.478				3,213,618	0.47%	0.47%
GODREJ ((TRUSTEES OF RAIKA GODREJ FAMILY TRUST)			0.47%						
11 (BENEFICIAL INTEREST IS OF RAIKA GODREJ)	3,213,616	0.47%							0.47%
12 FREYAN CRISHNA BIERI	1,934,180	0.28%	0.388				3,213,616	0.47%	
13 NYRIKA HOLKAR	1,934,176	0.28%	7900 0				1,934,180	0.28%	0.28%
14 RISHAD KAIKHUSHRU NAOROJI	488	7000	0.000				1,934,176	0.28%	0.28%
RISHAD KAIKHUSHRU NAOROJI ( As a Partner of RKN		ROOM	0.00%				48	96000	0.00%
15 Enterprises)	8,959,000	1.31%	1.31%				8.959,000	1 3192	200
16 GODREJ & BOYCE MANUFACTURING COMPANY LIMITED	50,007,630	7,34%	767E Z					100	RTO
17 GODREI INDUSTRIES LIMITED	161,875,240	23.76%	29.76%				50,007,630	7.34%	7.34%
18 GODREI SEEDS & GENETICS LIMITED	187,000,000	27.45%	27 A59K		1		161,875,240	23.76%	23.76%
Total (C)	430,992,164	63.2690	22 9cm	† 			187,000,000	27.45%	27,45%
			03°C070	1	0.00%	0.00%	430,992,164	63.26%	63.26%
Total (A)+(B)+(C)	430.992.164	A2 764	C2 9CW	†					
		0.000	100		70000				

Date: 31 January, 2018

Jamshyd Godrej as constituted power of attorney holder for Mrs. Smita Godrej Crishna as a trustee of NVC Family Trust

## **NVC Family Trust**

Date:31 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(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 a constituted power of attorney holder For Smita Godrej Crishna

as a trustee of NVC Family Trust

CC: Godrej Consumer Products Limited Godrej One, 4<sup>th</sup> Floor, Pirojshanagar, Eastern Express Highway, Vikhroli E, Mumbai – 400079

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

### PART A: Details of the Acquisition

Name of the Target Company (TC)	Godrej Consume	Dendusta T	. 1
Name(s) of the acquirer and Persons acting in Concert (PAC)	Smita Godrej Cr	ishno and others	ea
With the acquirer	NVC Family Tru	isinia and others	as trustees of
Whether the acquirer belongs to promoter / promoter group			-4
	The acquirer is a	l Stock Exchange	oter group
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Limited (NS	E)	e oi india
	6. BSE Limited	r)	
	o. Doe Emito	% w.r.t. total	0/
		share/veting	% w.r.t. total
Details of the acquisition as follows	Number	capital	share/veting
	- 10002	wherever	snare/ <del>voting</del>
		applicable(*)	capital of the TC (**)
Before the acquisition under consideration, holding of		applicable(*)	10(3)
acquirer in Godrei Seeds & Genetics Limited (GSGI)			
company which holds 27.45% of the total equity share			1
capital of TC:			
a) Shares carrying voting rights	NIL	NIL	NIT
b) Shares in the nature of encumbrance (pledge/ lien/ non-	NIL	NIL	NI NI
disposal undertaking/ others)		MIL	I MI
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NI
d) Warrants/convertible securities/any other instrument that	NIL	NIL	NI
enuties the acquirer to receive shares carrying voting rights in		1111	1411
the 1C (specify holding in each category)			
e) Total (a+b+c+d)	NIL	NIL	NII
Details of acquisition of Compulsorily Convertible		1123	
Preference Shares (CCPS) by the acquirer in 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 acquired	NIL	NIL	NII
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that	3,44,200	5.07%	5.02%
entitles the acquirer to receive shares carrying voting rights in	(CCPS)	(CCPS)	(Diluted)
SSGL the TC (specify holding in each category) acquired	, ,	()	(Dilutou)
i) Shares in the nature of encumbrance (pledge/ lien/ non-	NIL	NIL	NIL
lisposal undertaking/ others)  ) Total (a+b+c+/-d)			1112
from the appropriation 1-21	3,44,200	NIL	5.02%
After the acquisition, holding of acquirer in GSGL, a			
company which holds 27.45% of the total equity share apital of TC:			
a) Shares carrying voting rights			
b) VRs otherwise than by shares	NIL	NIL	NIL
Warrants/convertible sequirities/anneally	NIL	NIL	NIL
) Warrants/convertible securities/any other instrument that	3,44,200	5.07%	5.02%
ntitles the acquirer to receive shares carrying voting rights in iSGL the TC (specify holding in each eategory) after	(CCPS)	(CCPS)	(Diluted)
equisition			, , , , ,
Shares in the nature of encumbrance (pledge/ lien/ non-			
isposal undertaking/ others)	NIL	NIL	NIL
Total (a+b+c+d)			
	3,44,200	NIL	5.02%

Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Contribution to trust (Private Family Trust)
Date of aequisition 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.	30 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.6,85,23,450 (68,52,345 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: There is no direct or indirect change in the voting rights or control over the TC. The above disclosures are filed only out of abundant caution.

Date: 31 January, 2018

Jamshyd Godrej

as constituted power of attorney holder

Grahm

for Mrs. Smita Godrej Crishna

as a trustee of NVC Family Trust

ADMENUE A ADMENUE A ADMENUE PRODUCTS LIMITED

	Before ac	Before acquisition/ disposal shareholding	areholding	Details	Details of shares acquired/ disnoced	fenocod			
		% w.r.t total	% w.r.t forbal			nakozen	Arter acq	After acquisition/ disposal shareholding	areholding
Shareholding Details	Mr Pro-	share/ voting	diluted share/		% W.F.t total	% w.r.t total		% w.r.t total	% w.r.t total
		capital wherever	voting capital of	Number	share/ voting capital wherever	diluted share/ voting capital of	Number	share/ voting	dRuted share/
a. Acquirer(s) and PACs (other than sallereit*).		applicable	the TC		applicable	the TC		capital wherever	voting capital of
Acquirer(s)/ Transferente).								applicable	the TC
I MVC FAMILY TO ICT									
Total (a)		0.00%	2600.0						
10001(A)		0.00%	2000					0.00%	2900.0
o. seller(s) Transferor(s):			0/00/0	-	0.00%	0.00%		26000	0.000
1 SMITA GODREJ CRISHNA								D/ COACO	מיממצי
Total (B)		0.00%	0.00%					10000	
PACs (other than sellers/ transferors)		0.00%	0.00%		0.00%	0.00%		0.00%	0.00%
1 ADI B. GODREI	1							0.00%	0.00%
2 PARMESHWAR GODREJ	7,000	0.00%	0.00%				,		
3 TANYA ARVIND DUBASH	0	0.00%	0.00%				OOA'T	0.00%	0.00%
4 NISABA ADI GODREI	2,142,108	0.31%	0.31%				0	0.00%	0.00%
5 PIBOISHA ADI COODE	2,142,122	0.31%	0.31%				2,142,108	0.31%	0.31%
A MANID PARIODE CONTE	2,142,150	0.31%	0.31%				2,142,122	0.31%	0.31%
2 Junean Benoral GODRE	1,834,908	0.27%	2620				2,142,150	0.31%	0.31%
A BURLIS NAUIK GODRE	1,267,448	0 1942	0.1007				1,834,908	0.27%	A07.0 D
8 SOHRAB NADIR GODREJ	1,267,456	0.19%	0.10%				1,267,448	0.19%	0.19%
S HOKIMAZD NADIR GODRE	2,057,456	0.308	/ana 0				1,267,456	0.19%	0.10%
10 NAVROZE JAMSHYD GODREJ	3,213,618	76270	0.30%				2,057,456	0.30%	0 30%
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE							3,213,618	0.47%	742FU
GODREJ (TRUSTEES OF RAIKA GODREJ FAMILY TRUST)		_	9						8 1
11 (BENEFICIAL INTEREST IS OF RAIKA GODREJ)	3,213,616	0.47%	0.47%			_			0.47%
12 FREYAN CRISHNA BIERI	1,934,180	0.28%	7860	†			3,213,616	0.47%	
13 NYRIKA HOLKAK	1,934,176	0.28%	7007.0				1,934,180	0.28%	0.28%
14 KISHAD KAIKHUSHRU NAOROJI	488	0 000%	0.0000	1			1,934,176	0.28%	2000 0
RISHAD KAIKHUSHRU NAOROJI ( As a Partner of RKN		B/AND	0.00%	1			48	0.00%	0.000
15 Enterprises)	8,959,000	1.31%	1.31%						ROSS
16 GODREJ & BOYCE MANUFACTURING COMPANY LIMITED	50.007.630	940					8,959,000	1.31%	1.31%
17 GODREJ INDUSTRIES LIMITED	161,875,240	29.76%	7.34%	+			50,007,630	7.34%	7 3492
18 GODREJ SEEDS & GENETICS LIMITED	187,000,000	27.45%	23.7076	†			161,875,240	23.76%	797.50
Iotal (C)	430,992,164	63.26%	7831.63	1			187,000,000	27.45%	27.45%
Total (4) (4) (4)			00,4078		0.00%	0.00%	430,992,164	63.26%	63,26%
ו נמתון (אלצום) צורי)	430,992,164	63.26%	63.26%						

Date 3) Shruary, 2018

Jamshyd Godrej as constituted power of attorney holder for Mrs. Smita Godrej Crishna as a trustee of NVC Family Trust