## **HNG Family Trust**

Date: 28 March, 2018

To, The Manager,

National Stock Exchange of India Limited

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.

Nadir Godrej

as trustee of HNG Family Trust

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

Name of the Target Company (TC)	Godrej Properties Limited		
Name(s) of the acquirer and			
Persons acting in Concert (PAC)	HNG Family Trust through its trustee, Mr. Nadir Godrej		
with the acquirer		_	-
Whether the acquirer belongs to	The construction of		
promoter / promoter group	The acquirer is a pa	art of the promoter g	group
Name(s) of the Stock Exchange(s)	1. The National Stock Exchange of India Limited (NSE)		
where the shares of TC are Listed	2. BSE Limited (BSE)		
		% w.r.t. total	% w.r.t. total
		share/ <del>voting</del>	diluted
Details of the acquisition as follows	Number	capital wherever	share/ <del>voting</del>
		applicable(*)	capital of the TC
			(**)
Before the acquisition under			
consideration, holding of			
acquirer along PACs:			
a) Shares carrying voting rights	NIL	NIL	NIL
	(Individually)	(Individually)	(Individually)
	16,20,87,070	74.87%	74.87%
	(Together with	(Together with	(Together with
1	PAC)	PAC)	PAC)
b) Shares in the nature of	NIL	NIL	NIL
encumbrance (pledge/ lien/ non-			
disposal undertaking/ others)			
c) Voting rights (VR) otherwise	NIL	NIL	NIL
than by shares			
d) Warrants/convertible	NIL	NIL	NIL
securities/any other instrument that			
entitles the acquirer to receive			
shares carrying voting rights in the			
TC (specify holding in each			
category)	16.00.97.070	74.070	74.070
e) Total (a+b+c+d)	16,20,87,070	74.87%	74.87%
Details of acquisition:	0.04.100	0.460	0.460
a) Shares carrying voting rights	9,86,192	0.46%	0.46%
acquired	NIL.	NIL	) ATET
b) VRs acquired otherwise than by	NIL	NIL	NIL
shares	NIL	NIL	NIL
c) Warrants/convertible	NIL	NIL	NIL
securities/any other instrument that entitles the acquirer to receive			
shares carrying voting rights in the	<u></u>		

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TC (specify holding in each category) acquired			
d) Shares in the nature of	NIL	NIL	NIL
encumbrance (pledge/ lien/ non-	1112	1415	1112
disposal undertaking/ others)			
e) Total (a+b+c+/-d)	9,86,192	0.46%	0.46%
After the acquisition, holding of			
acquirer along with PACs:			
a) Shares carrying voting rights	9,86,192	0.46%	0.46%
	(Individually)	(Individually)	(Individually)
	16,20,87,070	74.87%	74.87%
	(Together with	(Together with	(Together with
1)	PAC)	PAC)	PAC)
b) VRs otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible	NIL	NIL	NIL
securities/any other instrument that entitles the acquirer to receive			
shares carrying voting rights in the			
TC (specify holding in each			
category) after acquisition			
d) Shares in the nature of	NIL	NIL	NIL
encumbrance (pledge/ lien/ non-	1123	1112	1,12
disposal undertaking others)			
e) Total (a+b+c+d)	16,20,87,070	74.87%	74.87%
Mode of acquisition (e.g. open		st (Private Family T	rust)
market / off-market / public issue /		•	,
rights issue / preferential allotment			
/ inter-se transfer etc).			
Date of acquisition of/ date of	27 <sup>th</sup> March, 2018		
receipt of intimation of allotment of			
shares / VR/ warrants/convertible			
securities/any other instrument that			
entitles the acquirer to receive shares in the TC.			
Equity share capital / total voting	Do 1.09.24.00.640	(21.64.90.120	ty shores of D = 5
capital of the TC before the said	each)	(21,64,80,128 equit	y snares of Ks. 5
acquisition	Cacil)		
Equity share capital/ total voting	Rs 1 08 24 00 640	(21,64,80,128 equit	v shares of Re 5
capital of the TC after the said	each)	(21,07,00,120 cquii	y office of No. 3
acquisition			
	1		

Total diluted share/voting capital of	Rs. 1,08,24,00,640 (21,64,80,128 equity shares of Rs. 5
the TC after the said acquisition	each)

#### 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.

Date: 28th March, 2018

Nadir Godrej

as trustee of HNG Family Trust

## **HNG Family Trust**

Date: 28 March, 2018

To, The Manager,

BSE Limited	National Stock Exchange of India Limited
Scrip Code: 533150 Security ID: 782GPL20 (NCD)	

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.

Nadir Godrej as trustee of HNG Family Trust

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

### PART A: Details of the Acquisition

Name of the Target Company (TC)	Godrej Properties I	imited	
Name(s) of the acquirer and			
Persons acting in Concert (PAC)	HNG Family Trust through its trustee, Mr. Nadir Godrej		
with the acquirer			
Whether the acquirer belongs to	The acquirer is a n	art of the promoter g	roun
promoter / promoter group			
Name(s) of the Stock Exchange(s)	1. The National Stock Exchange of India Limited (NSE)		
where the shares of TC are Listed	2. BSE Limited (1		
		% w.r.t. total	% w.r.t. total
	!	share/ <del>voting</del>	diluted
Details of the acquisition as follows	Number	capital wherever	share/ <del>voting</del>
		applicable(*)	capital of the TC
			(**)
Before the acquisition under			
consideration, holding of			
acquirer along PACs:	) )	2.777	\\
a) Shares carrying voting rights	NIL	NIL	NIL
	(Individually)	(Individually)	(Individually)
	16,20,87,070	74.87%	74.87%
	(Together with	(Together with	(Together with
	PAC)	PAC)	PAC)
b) Shares in the nature of	NIL	NIL	NIL
encumbrance (pledge/ lien/ non-			
disposal undertaking/ others)			NTT
c) Voting rights (VR) otherwise	NIL	NIL	NIL
than by shares		N. 1717	NTTT .
d) Warrants/convertible	NIL	NIL	NIL
securities/any other instrument that			
entitles the acquirer to receive			
shares carrying voting rights in the			
TC (specify holding in each			
category)	16 20 97 070	74.87%	74.87%
e) Total (a+b+c+d)	16,20,87,070	/4.0170	14.0170
Details of acquisition:	9,86,192	0.46%	0.46%
a) Shares carrying voting rights	9,00,192	0.40%	0.40%
acquired	NIL	NIL	NIL
b) VRs acquired otherwise than by	NIL	INIL	I IVIL
shares c) Warrants/convertible	NIL	NIL	NIL
securities/any other instrument that	NIL	NIE	1411.
entitles the acquirer to receive			
endues the acquirer to receive			<u> </u>

shares carrying voting rights in the			
TC (specify holding in each			
category) acquired			
d) Shares in the nature of	NIL	NIL	NIL
encumbrance (pledge/ lien/ non-			
disposal undertaking/ others)			
e) Total (a+b+c+/-d)	9,86,192	0.46%	0.46%
After the acquisition, holding of			
acquirer along with PACs:			
a) Shares carrying voting rights	9,86,192	0.46%	0.46%
	(Individually)	(Individually)	(Individually)
	16,20,87,070	74.87%	74.87%
	(Together with	(Together with	(Together with
	PAC)	PAC)	PAC)
b) VRs otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible	NIL	NIL	NIL
securities/any other instrument that			
entitles the acquirer to receive			
shares carrying voting rights in the	ĺ		
TC (specify holding in each			
category) after acquisition			
d) Shares in the nature of	NIL	NIL	NIL
encumbrance (pledge/ lien/ non-			
disposal undertaking/ others)			
e) Total (a+b+c+d)	16,20,87,070	74.87%	74.87%
Mode of acquisition (e.g. open	Contribution to trus	st (Private Family T	rust)
market / off-market / public issue /			
rights issue / preferential allotment			
/ inter-se transfer etc).			
Salient features of the securities	Equity Shares		•
acquired including time till			
redemption, ratio at which it can be			
converted into equity shares, etc.			
Date of acquisition of/ date of	27th March, 2018		
receipt of intimation of allotment of	,		
shares / VR/ warrants/convertible			
securities/any other instrument that			
entitles the acquirer to receive			
shares in the TC.			
Equity share capital / total voting	Rs. 1,08,24,00,640	(21,64,80,128 equi	ty shares of Rs. 5
capital of the TC before the said	each)		
acquisition			
Equity share capital/ total voting	Rs. 1,08,24,00,640	(21,64,80,128 equi	ty shares of Rs. 5
capital of the TC after the said	each)		
acquisition			

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Total diluted share/voting capital of	Rs. 1,08,24,00,640 (21,64,80,128 equity shares of Rs. 5
the TC after the said acquisition	each)

#### 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.

Date: 28th March, 2018

Nadir Godrej

as trustee of HNG Family Trust