Godrej Consumer Products Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8040/8065/8069
Website : www.godrejcp.com

February 19, 2014

BSE Limited, Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street, Mumbai 400 023.

Scrip Code : 532424

The National Stock Exchange of India Ltd
Exchange Plaza, 4th Floor, Bandra-Kurla Complex, Mumbai 400 050.

Dear Sirs,

Sub: Disclosure under Regulation 13(6) of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

We have received on February 19, 2014, an intimation from our Promoter group company viz. Godrej & Boyce Mfg. Co. Ltd. regarding the sale of 11,50,000 equity shares of the Company (constituting 0.34% of the paid up capital of the Company) on February 18, 2014 by way of inter se transfer of shares amongst qualifying persons.

We have also received on February 19, 2014, an intimation from another promoter group company viz. Godrej Industries Limited, informing us that, on February 18, 2014, they have acquired 11,50,000 equity shares of the Company (constituting 0.34% of the paid up capital of the Company) by way of inter se transfer of shares amongst qualifying persons.

The disclosures so received in Form D are enclosed herewith. This communication is in compliance of Regulation 13(6) of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

We wish to inform you that there is no change in overall promoter shareholding as a result of the above transaction and it continues to stand at 215,496,082 shares (constituting 63.31% of the paid up capital) subsequent to the above transaction.

Yours faithfully
For Godrej Consumer Products Limited

Ramesh Iyer
Dy. Company Secretary

Encl:- As Above

Godrej

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/ Officer~~	Date of ~~receipt of allotment advice/ acquisition/~~ sale of shares/ ~~voting rights~~	Date of intimation to company	Mode of ~~acquisition (market purchase/ public/rights/ preferential offer, 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.**	**12,35,61,815 EQUITY SHARES of Re. 1 each** **36.30% of the Paid up capital of Godrej Consumer Products Limited, the target company**	**18/02/2014**	**19/02/2014**	**Market sale –Inter se transfer of shares amongst qualifying persons**	**12,24,11,815 EQUITY SHARES of Re. 1 each** **35.96% of the Paid up capital of Godrej Consumer Products Limited, the target company**	**B. D. SHROFF SECURITIES PVT. LTD** **REG NO: INB010983934**	**BOMBAY STOCK EXCHANGE**	**N. A.**	**N.A.**	**11,50,000 equity shares of Re. 1 each**	**Rs. 749.80 per share**

Note : **The paid up capital of Godrej Consumer Products Limited as on 18.2.2014 is 34,03,78,310 equity shares of Re. 1 each**

For Godrej & Boyce Mfg. Co. Ltd.

K. A. Palia

K. A. Palia
Executive Director (Finance)

GODREJ & BOYCE MFG. CO. LTD. MUMBAI

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 dependants 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/Officer~~	Date of ~~receipt of allotment advice/~~ acquisition ~~/ sale~~ of shares/ ~~voting rights~~	Date of intimation to Company	Mode of acquisition (market purchase/ ~~public/rights/preferential offer, etc.~~) ~~/sale~~	No. & % of shares/ ~~voting rights~~ post acquisition/ ~~sale~~
1	2	3	4	5	6
Name : Godrej Industries Limited, one of the promoter company of Godrej Consumer Products Limited (GCPL) PAN No.: AAACG2953R Address: Pirojshanagar, Eastern Express Highway, Vikhroli – East, Mumbai 400 079.	7,58,79,620 22.293%	February 18, 2014 (Tuesday)	February 19, 2014 (Wednesday)	Market Purchase (Inter-se transfer of shares amongst qualifying persons)	7,70,29,620 22.631%

Godrej Industries Limited Mumbai 400 079

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
7	8	9	10	11	12
Trades were executed by trading member B. D. Shroff Securities Private Limited Trading Member SEBI Registration No.INB 010983934	BSE Limited	11,50,000	Rs.749.80 per equity share	Not Applicable	Not Applicable

for Godrej Industries Limited

K. R. Rajput
Company Secretary

Godrej Industries Limited Mumbai 400 079

Date: February 19, 2014