



18th February 2011

1. The Secretary
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy
Towers, Dalal Street
Fort
MUMBAI 400 023
Fax: 022 – 2272 2039/ 3121/ 3132
2. The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI 400 051
Fax: 022 – 2659 8237/ 38

Dear Sir,

Sub : Disclosure in terms of Regulation 13(6) of the SEBI (Prohibition of Insider Trading) Regulations, 1992.

Pursuant to Regulation 13(6) of the SEBI (Prohibition of Insider Trading) Regulations, 1992, we are enclosing the disclosure in the specified format intimating about the change in the shareholding of HDFC Mutual Fund.

Please note that, post purchase and sale of shares under the various schemes of the HDFC Mutual Fund, the overall shareholding of HDFC Mutual Fund has been reduced by 2.009%. Presently HDFC Mutual Fund is holding 71,57,602 equity shares being 5.992% of the paid up equity share capital of the Company. The Company received the disclosure from the shareholder on 17th February 2011 and a copy of the same has been enclosed as Annexure1 for your reference.

Yours faithfully,
for **BRITANNIA INDUSTRIES LIMITED**

P. Govindan
COMPANY SECRETARY

Encl: as above

FORM C
Securities and Exchange Board of India(Prohibition of Insider Trading) Regulations, 1992

Regulation 13(3) and 13(6)

Regulation 13(6) - Details of change in shareholding in respect of person holding 5% or more shares in a listed company

Name, PAN No. & address of shareholders	Shareholding prior to acquisition /sale	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares – specify	Date of intimation to company	Mode of acquisition on (market purchase/public/rights/preferential offer etc.)	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
1	2	3	4	5	6	7	8	9	10	11	12	13
HDFC Trustee Co. Ltd AAATH1809A Ramon House, 3rd Floor, H.T. Parekh Marg, 169 Backbay Reclamation, Churchgate, Mumbai	19,11,550 8.001% *	Details of the purchase and sale of equity shares are as per Annexure 1 as disclosed by the shareholder. The net effect is decrease in the holding by the shareholder to the extent of 2.009%	Purchase and sale of shares	17.2.2011	Market purchase/ Inter scheme transfer/ Corporate action.	71,57,602 5.992%	As per Annexure 1	NSE/BSE	As per Annexure 1	As per Annexure 1	As per Annexure 1	As per Annexure 1

* The holding of the number of equity shares relates to period prior to sub-division of equity share. Each Equity share of Rs.10 was sub-divided into 5 equity shares of the face value of Rs. 2 each on 9th September 2010.

For BRITANNIA INDUSTRIES LIMITED


P. GOVINDAN
Company Secretary