

# GODREJ INVESTMENTS PVT. LTD.

Regd. Office: PIROJSHANAGAR, VIKHROLI, MUMBAI 400 079

CIN : U65990MH1975PTC018480

## **The Bombay Stock Exchange of India Limited**

Corporate Relations Department

1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street,  
Mumbai 400 023.

## **The National Stock Exchange of India Ltd**

Exchange Plaza, 4<sup>th</sup> Floor,

Bandra-Kurla Complex, Mumbai 400 050

Dear Sir,

**Sub: Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find enclosed herewith the Disclosure under Regulation 10(6) with respect to the acquisition of 16,10,000 equity shares of Godrej Properties Limited made by the Company from Godrej Industries Limited by way of inter-se transfer of shares amongst qualifying persons.

You are requested to kindly take the same on record.

Yours faithfully,

For Godrej Investments Pvt. Ltd.



S. N. Irani  
Managing Director



Date : 18<sup>th</sup> December, 2014

Place : Mumbai

**Format for Disclosure under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|   |                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                   |                                                                                           |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1 | Name of the Target Company (TC)                                                                                                                                                                                                                                          | <b>Godrej Properties Limited</b>                                                                                                                                                                                                                                                  |                                                                                           |
| 2 | Name of the acquirer(s)                                                                                                                                                                                                                                                  | <b>Godrej Investments Pvt. Ltd.</b>                                                                                                                                                                                                                                               |                                                                                           |
| 3 | Name of the stock exchange where shares of the TC are listed                                                                                                                                                                                                             | <b>Bombay Stock Exchange<br/>National Stock Exchange</b>                                                                                                                                                                                                                          |                                                                                           |
| 4 | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.                                                                                                                                                                         | Transferor- <b>Godrej Industries Limited</b><br>Date of Acquisition- <b>17<sup>th</sup> December, 2014</b><br>No. of Shares- <b>16,10,000 equity shares</b><br>% of share capital of TC- <b>0.81%</b><br>Rationale- <b>Inter-se transfer of shares amongst qualifying persons</b> |                                                                                           |
| 5 | Relevant regulation under which the acquirer is exempted from making open offer.                                                                                                                                                                                         | <b>10(1)(a)(ii)</b>                                                                                                                                                                                                                                                               |                                                                                           |
| 6 | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br><br>- whether disclosure was made and whether it was made within the timeline specified under the regulations.<br><br>- date of filing with the stock exchange. | <b>Yes. Disclosure was made under Regulation 10(5) by the acquirer to the Bombay Stock Exchange &amp; National Stock Exchange within the timeline specified under the Regulations i.e. four days prior to the proposed acquisition</b><br><br><b>9th December, 2014</b>           |                                                                                           |
| 7 | Details of acquisition                                                                                                                                                                                                                                                   | Disclosures required to be made under regulation 10(5)                                                                                                                                                                                                                            | Whether the disclosures under regulation 10(5) are actually made                          |
|   | a) Name of the transferor / seller                                                                                                                                                                                                                                       | <b>Godrej Industries Ltd.</b>                                                                                                                                                                                                                                                     | <b>Yes</b>                                                                                |
|   | b) Date of acquisition                                                                                                                                                                                                                                                   | <b>17th December, 2014</b>                                                                                                                                                                                                                                                        | <b>Yes. On 9th December, 2014</b>                                                         |
|   | c) Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above                                                                                                                                                               | <b>16,10,000 equity shares of the face value of Rs. 5 each</b>                                                                                                                                                                                                                    | <b>Yes. Upto 20,00,000 equity shares of the face value of Rs. 5 each</b>                  |
|   | d) Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC                                                                                                                                                                        | <b>0.81% of the share capital of Godrej Properties Limited, the target company</b>                                                                                                                                                                                                | <b>Yes. Upto 1% of the share capital of Godrej Properties Limited, the target company</b> |
|   | e) Price at which shares are proposed to be acquired / actually acquired                                                                                                                                                                                                 | <b>Market price prevailing on the proposed date of the acquisition, subject to the price not exceeding Rs. 311.02 per share on</b>                                                                                                                                                | <b>16,10,000 equity shares acquired at Rs. 248.50 per share</b>                           |



*Signature*

|   |                                                                      | any of the stock exchanges where the shares of the target company are traded |                                   |                    |                                   |
|---|----------------------------------------------------------------------|------------------------------------------------------------------------------|-----------------------------------|--------------------|-----------------------------------|
| 8 | Shareholding details                                                 | Pre-Transaction                                                              |                                   | Post-Transaction   |                                   |
|   |                                                                      | No. of shares held                                                           | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
|   | a) Each Acquirer / Transferee(*)<br><br>GODREJ INVESTMENTS PVT. LTD. | 41,10,862                                                                    | 2.06                              | 57,20,862          | 2.87                              |
|   | b) Each Seller / Transferor<br><br>GODREJ INDUSTRIES LIMITED         | 11,89,80,304                                                                 | 59.69                             | 11,73,70,304       | 58.88                             |

**Note:**

(\*) Shareholding of each entity shall be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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**The paid up capital of Godrej Properties Ltd. as on 17.12.2014 – 19,93,48,704 equity shares of Rs. 5 each**

For Godrej Investments Pvt. Ltd.

  
S. N. Irani  
Managing Director



Date : 18<sup>th</sup> December, 2014  
Place : Mumbai