

To,
The Vice-President, Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza,
Plot No. c/1, G Block,
Bandra - Kurla Complex,
Bandra (E), Mumbai

February 7, 2014

Re: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the sale of equity shares of Godfrey Phillips India Limited.

Dear Sir,

This is to inform you that the entities named hereinafter, have sold equity shares of Godfrey Phillips India Limited ("Company") on February 5, 2014 by way of an open market sale. The details of the sale are as follows:

Sr. No.	Seller	No. of equity shares sold
1.	National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104).	185,164 equity shares constituting 1.78% of the share capital of the Company.
2.	Jupiter South Asia Investment Co. Ltd. — South Asia Access Fund (SEBI registered FII – Registration No. 1998127).	89,424 equity shares constituting 0.86% of the share capital of the Company.

Enclosed is the copy of the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the sale. We request you to kindly take the same on record.

The sellers are persons acting in concert with each other in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The disclosure has been emailed to the following id:
cm1ist@nse.co.in

The originals are being couriered from London and thus will reach your office in due time.

We have also made requisite disclosures to the Company and BSE Limited. Request you to kindly acknowledge the receipt of this letter and the disclosure.

Yours sincerely,

For National Westminster Bank PLC, as
Trustee of Jupiter India Fund
For and on behalf of
JUPITER ASSET MANAGEMENT LIMITED
.....*[Signature]*.....**Secretaries**
.....*[Signature]*.....**Authorised Signatory**
Jupiter Asset Management Ltd
Authorised Signatory (Investment Manager)
Place:
Date: February 7, 2014

For Jupiter South Asia Investment Co. Ltd —
South Asia Access Fund
For and on behalf of
JUPITER ASSET MANAGEMENT LIMITED
.....*[Signature]*.....**Secretaries**
.....*[Signature]*.....**Authorised Signatory**
Jupiter Asset Management Ltd
Authorised Signatory (Investment Manager)
Place:
Date: February 7, 2014

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company ("TC")	Godfrey Phillips India Limited
Name(s) of the ~~acquirer~~ Seller(s) and Persons Acting in Concert ("PAC") with the Seller(s).	Sellers: 1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (<i>SEBI registered FII Sub-Account No. 20080104</i>); and 2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (<i>SEBI registered FII – Registration No. 1998127</i>). PAC: 1. Jupiter Global Emerging Markets Fund (<i>SEBI registered FII Sub-Account No. 2006878</i>). 2. Jupiter Global Managed Fund (<i>SEBI registered FII Registration No. 2006878</i>) 3. Jupiter Global Fund - Jupiter Asia Pacific (<i>SEBI registered FII Registration No. 20100652</i>) 4. Jupiter Asian Fund (<i>SEBI registered FII Sub-Account No. 2006438</i>)
Whether the ~~acquirer~~ Seller belongs to Promoter/Promoter group	NO
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited & National Stock Exchange of India Limited

Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of: a) Shares carrying voting rights	Sellers: 1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 4,635,821 2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 3,004,125 PAC: 1. Jupiter Global Emerging Markets Fund (SEBI registered FII Sub-Account No. 2006878): 200,000 2. Jupiter Global Managed Fund (SEBI registered FII Registration No.	5.56% 2.74% 0.10% 0.17%	5.56% 2.74% 0.10% 0.17%

b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by equity shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	2006878) 3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII Registration No. 20100652) 4. Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438)	0.21% 0.28%	0.21% 0.28%
e) Total (a+b+c+d)	942,655	9.07%	9.07%
Details of acquisition/sale			

a) Shares carrying voting rights acquired sold	Sellers:		
1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 726,896		1.78%	1.78%
2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 470,991	PAC:	0.86%	0.86%
1. Jupiter Global Emerging Markets Fund (SEBI registered FII Sub- Account No. 2006878): NIL	NIL	NIL	NIL
2. Jupiter Global Managed Fund (SEBI registered FII Registration No. 2006878)	NIL	NIL	NIL
3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII Registration No. 20100652)	NIL	NIL	NIL
4. Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438)	NIL	NIL	NIL

b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	NIL		
c) VRs acquired/sold otherwise than by equity shares	NIL		
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold.	NIL		
e) Total (a+b+c+d)	274,588	2.64%	2.64%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	Sellers:		
	1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI)	3.78%	3.78%

	<i>registered FII Sub-Account No. 20080104</i>: 3,908,925 2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (<i>SEBI registered FII – Registration No. 1998127</i>): 2,533,134 PAC: 1. Jupiter Global Emerging Markets Fund (<i>SEBI registered FII Sub-Account No. 2006878</i>): 200,000 2. Jupiter Global Managed Fund (SEBI registered FII Registration No. 2006878) 3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII Registration No. 20100652) 4. Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438)	1.88% 0.10% 0.17% 0.21% 0.28%	1.88% 0.10% 0.17% 0.21% 0.28%
b) Shares in the nature of	NIL		

encumbrance (pledge/ lien/ non-disposal undertaking/ others). c) VRs otherwise than by equity shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	NIL		
e) Total (a+b+c+d)	668,067	6.42%	6.42%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Open market sale		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 5, 2014		
Equity share capital / total voting	103,987,840 (10,398,784 equity shares of face value of INR 10 each)(*)		

capital of the TC before the said acquisition/sale(*)	
Equity share capital/ total voting capital of the TC after the said acquisition/sale(*)	103,987,840 (10,398,784 equity shares of face value of INR 10 each)(*)
Total diluted share/voting capital of the TC after the said acquisition/sale(*)	103,987,840 (10,398,784 equity shares of face value of INR 10 each)(*)

Note:

(*) Total share capital/ voting capital taken as per the relevant filing done by TC 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.

Signature of the Sellers

For National Westminster Bank PLC, as Trustee of Jupiter <i>On behalf of</i> JUPITER ASSET MANAGEMENT LIMITED Secretaries <i>Authorised Signatory</i> Jupiter Asset Management Ltd Authorised Signatory (Investment Manager) Place: London Date: February 7, 2014	For Jupiter South Asia Investment Co. Ltd — South Asia <i>On behalf of</i> JUPITER ASSET MANAGEMENT LIMITED Secretaries <i>Authorised Signatory</i> Jupiter Asset Management Ltd Authorised Signatory (Investment Manager) Place: London Date: February 7, 2014
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