

July 9, 2012

To,  
 BSE Limited  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street, Mumbai – 400 001.

The National Stock Exchange of India  
 Limited  
 Exchange Plaza, Plot No. C/1, G Block,  
 Bandra Kurla Complex, Bandra (East),  
 Mumbai – 400 051.

Dear Sir,

**Ref.: Godrej Industries Limited**  
**BSE - Script Code: 500164, Scrip ID - GODREJIND**  
**NSE - GODREJIND**

**1. Allotment of 1,20,599 Equity Shares under the Godrej Industries Limited Employees Stock Grant Scheme, 2011 (GIL ESGS)**

The Compensation Committee of the Board of Directors of the Company has approved allotment of 1,20,599 equity shares of face value Re.1/- each, which have been allotted pursuant to exercise of options by the option grantees during the exercise period in terms of GIL ESGS.

Consequently, with effect from the July 9, 2012, the issued, subscribed and paid up equity share capital of the Company stands increased as under:

| Particulars                                                                                            | No. of equity shares | Face Value per equity share (in Rs.) | Paid up Equity Share Capital (in Rs.) |
|--------------------------------------------------------------------------------------------------------|----------------------|--------------------------------------|---------------------------------------|
| Issued, subscribed and paid up equity share capital prior to allotment of equity shares under GIL ESGS | 31,76,24,892         | 1                                    | 31,76,24,892                          |
| <b>Add:</b> Equity shares allotted under GIL ESGS                                                      | 1,20,599             | 1                                    | 1,20,599                              |
| <b>Total issued, subscribed and paid up equity capital as on July 3, 2012</b>                          | <b>31,77,45,491</b>  | <b>1</b>                             | <b>31,77,45,491</b>                   |



## **2. Granting of options under Godrej Industries Limited – Employee Stock Option Plan II (GIL ESOP II)**

The Compensation Committee approved granting of 1,32,000 options to an employee, in terms of GIL ESOP II. The Options shall vest in the employee on July 9, 2015. Thereafter the Option Grantee shall be entitled to exercise the Options within a period of 2 years.

The Exercise Price i.e.: the price payable by the Option Grantee for exercising the options granted is higher of the purchase price OR market price as defined in the scheme plus interest at such rate as may be decided from time to time and compoundable on annual basis, for the period commencing from the date of granting of options and ending on the date of intimating exercise of option. Interest may be waived for this grant also, if shareholders decide not to charge interest from April 1, 2012 onwards on ESOP I and ESOP II. The Options shall lapse if not exercised within the specified exercise period.

This information is furnished under clause 25 and other applicable clauses of the listing agreement.

Thank you.

Yours truly,

For Godrej Industries Limited



K. R. Rajput  
Company Secretary

