

Godrej Properties Ltd.
Regd. Office : Godrej Bhavan,
4th Floor, 4A Home Street,
Fort, Mumbai - 400 001, India.
Tel. : +91-22-6651 0200
Fax: +91-22-2207 2044
Website : www.godrejproperties.com

December 19, 2011

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

Ref: Godrej Properties Limited
BSE - Script Code: 533150, Scrip ID - GODREJPRP
NSE - GODREJPROP

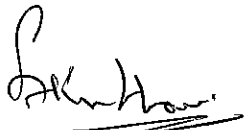
Sub: - : **Disclosure under Regulation 13 of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992**

Dear Sir,

We are enclosing herewith the disclosures under Regulation 13 of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 received by us from the Promoters of the Company.

This is for your information and records.

Thanking you,
For **Godrej Properties Limited**



Shodhan A. Kumbhavi
Company Secretary
Encl a/a



FORM B

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
Regulation 13(2), 13(2A) and 13(6)

Details of shares 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, or positions taken in derivatives by Director or Officer of a Listed Company and his dependents

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of Assuming Office of Director/officer or date of becoming Promoter/part of promoter Group.	No. & % of shares/voting rights held at the time of becoming Promoter/ part of Promoter Group/Director/ Officer.	Date of intimation to company	Mode of acquisition(market purchase/public/rights/ preferential offer etc.)/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
Godrej & Boyce Manufacturing Co. Limited PAN NO AAACG1395D Address :- Pirojshanagar, Vikhroli , Mumbai -400079	March 29,1995	NIL	December 19,2011	Market Purchase (Inter-se transfer of Shares amongst qualifying persons)	B. D. Shroff Securities Pvt. Ltd. Reg. No. INB010983934	Bombay Stock Exchange (BSE)	5,80,000	Rs. 656.25 Per Equity Share

For Godrej Properties Limited



Company Secretary
Place : Mumbai
Date : 19.12.2011

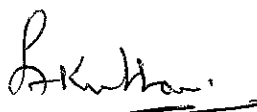


FORM D
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
Regulation 13(4), 13(4A) and 13(6)

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 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 (Rs.)	Sell quantity	Sell value (Rs.)
Godrej & Boyce Manufacturing Company Limited PAN NO :- AACG1395D Address :- Pirojshanagar, Vikhroli, Mumbai -400079	6,80,000 (0.99%)	December 16,2011	December 19,2011	Market Purchase (Inter-se transfer of Shares amongst qualifying persons .	12,70,000 Equity Shares (1.82%) of the Paid up capital of Godrej Properties Ltd.	B. D. Shroff Securities Private, Limited Reg. No. INB010983934	Bombay Stock Exchange (BSE)	5,80,000 (0.83%)	Rs. 656.25 Per Share	N.A	N.A

For Godrej Properties Limited


Company Secretary
Place : Mumbai
Date : 19.12.2011

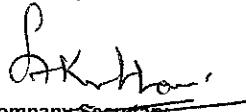


FORM D
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
Regulation 13(4), 13(4A) and 13(6)

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 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 (Rs.)	Sell quantity	Sell value (Rs.)
Godrej Industries Limited, one of the Promoter Company of Godrej Properties Limited PAN NO AAACG2953R Address :- Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai -400079	4,85,45,209 (69.50%)	December 16,2011	December 16,2011	Market Sale (Inter-se Transfer of Shares amongst qualifying persons)	4,79,65,209 Equity Shares (68.67%) of the Paid up capital of Godrej Properties Ltd.	B. D. Shroff Securities Private. Limited. Reg. No. INB010983934	Bombay Stock Exchange (BSE)	N.A	N.A	5,80,000 (0.83%)	Rs. 656.25 Per Equity Share

For Godrej Properties Limited


Company Secretary
Place : Mumbai
Date : 19.12.2011

