

3rd April, 2017

1. **The Secretary**
 BSE Limited
 Phiroze Jeejeebhoy Towers
 25th Floor, Dalal Street
 Mumbai - 400 001
 Scrip Code: 500163

2. **The Secretary**
 National Stock Exchange of India Limited
 Exchange Plaza
 Bandra Kurla Complex
 Bandra (E)
 Mumbai - 400 051
 Scrip Symbol: GODFRYPHLP

3. **The Company Secretary**
 Godfrey Phillips India Limited
 Registered office: Macropolo Building', Ground Floor,
 next to Kala Chowky Post Office,
 Dr. Babasaheb Ambedkar Road,
 Lalbaug, Mumbai - 400 033

Sub. : **Disclosure of Shareholding pursuant to the Regulation 30(1) and 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Sir,

Pursuant to the requirements of Regulation 30(1) & 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached a statement disclosing the particulars of shareholding held by each of the constituents of 'Modi Group' being the persons forming part of Promoter and promoter group in Godfrey Phillips India Limited as on 31st March, 2017.

Thanking you,

Yours faithfully

x 

(K.K. Modi)

Encl:a/a

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part – A – Details of Shareholding

1. Name of the Target Company (TC)	GODFREY PHILLIPS INDIA LIMITED		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited BSE Limited		
3. Particulars of the shareholder(s) : a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	As per the Annexure attached		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31 st , 2017, holding of: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC.	As per the Annexure attached		
Total			

Particulars of the shareholding of person(s) as of March 31st, 2017																	
Name(s) of promoter(s), member of the promoter group and PAC with him		Shares				Voting Rights (otherwise than by shares)				Warrants			Convertible Securities			Any other instrument that would entitle the holder to receive shares in the TC	
S. No.	Name & Address of Shareholder(s)	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share /voting capital of TC (*)	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	
MODI Group																	
1	Krishan Kumar Modi	2000	0.004	0.004	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
2	Ruchir Kumar Lalit Modi	2000	0.004	0.004	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
3	Samir Kumar Modi	2000	0.004	0.004	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
4	Charu Modi	10	0.000	0.000	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
5	Ritika N Rungta	5440	0.010	0.010	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
6	Divya Tongva (Earlier known as Divya Modi)	11500	0.022	0.022	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
7	K.K. Modi Investment & Financial Services Pvt Ltd.	15196660	29.228	29.228	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
8	Good Investment (India) Ltd.	4309220	8.288	8.288	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
9	Quick Investment (India) Ltd.	2235800	4.300	4.300	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
10	Longwell Investment Pvt. Ltd.	80000	0.154	0.154	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
11	Motto Investment Pvt. Ltd.	79000	0.152	0.152	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
12	Swasth Investment India Ltd.	80000	0.154	0.154	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
13	Super Investment India Ltd.	527260	1.014	1.014	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
14	Upasana Investment Pvt. Ltd.	450	0.001	0.001	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
15	HIMA Udyog Pvt. Ltd.	68000	0.131	0.131	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
16	Spicebolls Investments Limited	83591	0.161	0.161	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
17	K.K. Modi & Bina Modi (Trustees- Indoofil Junior Employees (Factory) Welfare Trust)	380000	0.731	0.731	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
18	K.K. Modi & Bina Modi (Trustees- Indoofil Senior Executives (Factory) Benefit Trust)	141360	0.272	0.272	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
19	K.K. Modi & Bina Modi (Trustees- Indoofil Senior Executives (Offices) Benefit Trust)	22840	0.044	0.044	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
20	K.K. Modi & Bina Modi (Trustees- Indoofil Senior Executives (Offices) Welfare Trust)	386280	0.743	0.743	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
21	K.K. Modi & Bina Modi (Trustees- Indoofil Junior Employees (Offices) Benefit Trust)	108220	0.208	0.208	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
22	K.K. Modi & Bina Modi (Trustees- Indoofil Junior Employees (Offices) Welfare Trust)	308560	0.593	0.593	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
23	K.K. Modi & Bina Modi (Trustees- Indoofil Senior Executives (Factory) Welfare Trust)	308560	0.593	0.593	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
24	KEDARNATH MODI (TRUSTEE) Modi Spg & Wvg Mills Co. Ltd. (Head Office) Employees Welfare Trust	45000	0.087	0.087	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
25	K.K. Modi & Bina Modi (Trustees- Indoofil Junior Employees (Factory) Benefit Trust)	100560	0.193	0.193	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	
Total		24484311	47.091	47.091	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	Nil	N.A.	N.A.	

(*) 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.