

Pheroza Godrej

40-D, The Trees, B G Kher Marg, Malabar Hill, Mumbai 400 006

Date: 13th December, 2017

To,
The Manager,

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalai Street Mumbai- 400001 Scrip Code: 500164	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block Bandra-Kurla Complex, Bandra(E), Mumbai- 400051 Symbol: GODREJIND
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Sub: Report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/ Madam,

I, the undersigned, am submitting the requisite report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by me of 10.53% of the paid-up equity share capital of Vora Soaps Limited, which holds 57.66% of the equity share capital of Godrej Industries Limited on 13th December, 2017.

This is for your information and records.



Mrs. Smita Godrej Crishna as

**Constituted Power of Attorney holder
for Mrs. Pheroza Godrej**

CC: Godrej Industries Limited
Godrej One,
2nd Floor, Pirojshanagar,
Eastern Express Highway,
Vikhroli E, Mumbai - 400079

Format for Disclosures 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)	Godrej Industries Limited	
2.	Name of the acquirer(s)	Mrs. Pheroza Godrej	
3.	Name of the stock exchange where shares of the TC are listed	The National Stock Exchange of India Limited and BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Inter-se transfer amongst 'Qualifying Persons' for re-organization/ realignment of shareholding within the promoters and promoter group	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes Yes Filed on 6th December, 2017	
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: 1. Mr. Navroze Godrej 2. Raika Godrej	Yes	Yes
	b. Date of acquisition	13 th December, 2017	
	c. Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1. 10,530 equity shares (5.27%) of Vora Soaps Limited (VSL) from Mr. Navroze Godrej 2. 10,529 equity shares (5.26%) of VSL from Raika Godrej	
	d. Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC	10.53% of VSL, which holds 57.66% of the share capital of TC	
	e. Price at which shares are proposed to be acquired/actually acquired	Not applicable as the transfer is by way of gift.	

8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held of TC	% w.r.t total share capital of TC	No. of shares held of TC	% w.r.t total share capital of TC
	a	Each Acquirer/Transferee(*)	As per Annexure A			
	b	Each Seller/Transferor				

Note: As a part of re-organization/ realignment of shareholding within the promoters and promoter group, on account of inter-se transfer amongst immediate relatives by way of gift, there will be a change in the shareholding of Vora Soaps Limited (VSL), which holds 57.66% of the equity share capital of Godrej Industries Limited, the Target Company. There is no change in the shareholding pattern of the Target Company entity. Since the transfer of shares of VSL is inter-se amongst immediate relatives, there is no change in the voting rights or control over the Target Company. The above disclosures are filed only out of abundant caution.

Date: 13th December, 2017



Mrs. Smita Godrej Crishna
As Constituted Power of Attorney holder
for Mrs. Pheroza Godrej

Annexure A

Name of Target Company: Godrej Industries Limited

Shareholding Details		Before the proposed transaction		After the proposed transaction	
		Number of shares/ voting rights	% w.r.t total share capital of TC	Number of shares/ voting rights	% w.r.t total share capital of TC
a. Acquirer(s) and PACs (other than sellers)(*):					
Acquirer(s)/ Transferee(s):					
1	PHEROZA GODREJ	-	0.00%	-	0.00%
PACs (other than sellers/ transferors)					
1	ADI B. GODREJ	-	0.00%	-	0.00%
2	TANYA ARVIND DUBASH	4,268,783	1.27%	4,268,783	1.27%
3	NISABA ADI GODREJ	4,268,781	1.27%	4,268,781	1.27%
4	PIROJSHA ADI GODREJ	4,268,786	1.27%	4,268,786	1.27%
5	NADIR BARJORJI GODREJ	528,232	0.16%	528,232	0.16%
6	BURJIS NADIR GODREJ	6,139,080	1.83%	6,139,080	1.83%
7	SOHRAB NADIR GODREJ	6,139,074	1.83%	6,139,074	1.83%
8	NAVROZE JAMSHYD GODREJ	6,403,181	1.90%	6,403,181	1.90%
9	FREYAN CRISHNA BIERI	3,103,175	0.92%	3,103,175	0.92%
10	NYRIKA HOLKAR	3,103,175	0.92%	3,103,175	0.92%
11	RISHAD KAIKHUSHRU NAOROJI	50	0.00%	50	0.00%
12	RISHAD KAIKHUSHRU NAOROJI (As a Partner of RKN Enterprises)	12,806,300	3.81%	12,806,300	3.81%
13	VORA SOAPS LIMITED	193,904,681	57.66%	193,904,681	57.66%
b. Seller(s)/ Transferor(s):					
1	RAIKA GODREJ	-	0.00%	-	0.00%
2	JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ [(TRUSTEES OF RAIKA GODREJ FAMILY TRUST) (BENEFICIAL INTEREST IS OF RAIKA GODREJ)]	6,403,169	1.90%	6,403,169	1.90%

Date: 13th December, 2017