



Godfrey Phillips India Limited
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www.godfreyphillips.com

10th November, 2015

**The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
Fax No. : 022-26598237 / 38
NSE Symbol : GODFRYPHLP**

**The Manager
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Fax No. : 022-22721919, 3121
BSE Scrip Code : 500163**

Reg.: Change in composition of the Board of Directors

Dear Sir

This is to inform you that the Board of directors of the Company in its meeting held on 31st October, 2015, took note of the intimation received under Section 149(7) of the Companies Act, 2013 from Mr. R. A. Shah for considering him as a Non-independent Director.

Accordingly, the Board of directors in the said meeting approved his cessation as Independent Director of the Company and re-designated him as Non-executive and Non-Independent Director with immediate effect and he shall be liable to retire by rotation at the next annual general meeting.

Please note that the above disclosure is being made to you in compliance of provisions of Sub-clause (a) of Clause 30 of the Listing Agreement with the Stock Exchanges.

Thanking you,
Yours truly,
for Godfrey Phillips India Ltd.


**Sanjay Gupta
Company Secretary**