Godrej Consumer Products Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8040/8065/8069
Website : www.godrejcp.com
CIN : L24246MH2000PLC129806

July 3, 2014

BSE Limited
Corporate Relations Department
1st Floor, Rotunda Bldg., P.J. Towers, Dalal Street,
Mumbai 400 023.

Scrip Code : 532424

The National Stock Exchange of India Ltd
Exchange Plaza, 4th Floor, Bandra-Kurla Complex,
Mumbai 400 050

Dear Sir,

Sub: **Disclosure under Regulation 13(6) of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992**

We have received on July 3, 2014, disclosure under Regulation 13(4) of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 dated July 1, 2014 from Mr. A. Mahendran, Director of the Company, in respect of sale of shares in the Company.

Pursuant to regulation 13 (6) of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, the said disclosure is enclosed herewith.

Kindly take note of the same.

Thanking you,

For Godrej Consumer Products Limited

Shivshankar

R. Shivshankar
Manager (Finance)

Encl: as above

Godrej

A Mahendan

Date: 1-Jul-14

BSE Limited
Corporate Relations Department, 1st Floor, P J Towers, Dalal Street, Mumbai 400 001

The National Stock Exchange of India Ltd
Exchange Plaza, 4th Floor, Bandra-Kurla Complex,Mumbai 400 050

The Compliance Officer
Godrej Consumer Products Limited, Pirojshanagar, Eastern Express Highway, Vikhroli, Mumbai 400 079

Dear Sir,

Sub.: Disclosure regarding change in my shareholding

Pursuant to Regulation 13(4) of the SEBI (Prohibition of Insider Trading) Regulations, 1992, I give below the details of change in my shareholding in Godrej Consumer Products Limited (a listed company in which I am a Director).

FORM D
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
Regulations 13(4), 13(4A) and 13(6)]
Details of change in shareholding of Director or Officer of Listed Company

Name, PAN No and address of	A Mahendran Flat No 5, Godrej Bayview,A G Khan Road Worli Sea Face,Mumbai 400 030 **PAN: AAHPM4357R**				
No. & % of shares / voting rights held by the Director/~~Officer~~	**305,626** equity shares of Godrej Consumer Products Limited representing **0.090%** of the voting rights				
Date of Sale	June 5, 2014 and June 6, 2014				
Date of intimation to company	Tuesday, July 01, 2014				
Mode of Sale	Market Sale				
No. & % of shares post sale	**2,01,026 shares i.e 0.059%**				
Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member	**Date**	**Name of Trading Member**		**No. of shares**	**SEBI Regn No**
	05-06-14	Aditya Birla Money Limited		4600	INB011347037
	06-06-14	Aditya Birla Money Limited		100000	INB011347037
Exchange on which the trade was executed	**Date**	**Exchange**	**No of shares**		
	05-06-14	NSE	4600		
	06-06-14	NSE	100000		
	Total		**104600**		
Buy Quantity/Buy Value	**No. of Shares**		**%**	**Value**	
	Nil		Nil %	NA	
Sell Quantity/Sell Value	05-06-14	4600	0.001%	₹ 833.37 per share	
	06-06-14	100000	0.029%	₹ 870.27 per share	
	TOTAL	**104600**	**0.031%**		

A Mahendan

Note: Percentage holdings are calculated on the paid up capital of **34,03,78,310** equity shares of FV Re.1 each.