

GODREJ INVESTMENTS PVT. LTD.

Regd. Office: PIROJSHANAGAR, VIKHROLI, MUMBAI 400 079

CIN:- U65990MH1975PTC018480

BSE Limited

Corporate Relations Department
1st Floor, Rotunda Bldg.,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 001.

The National Stock Exchange of India Ltd

Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051.

Dear Sir,

Ref. : **Godrej Properties Ltd.**
BSE – Scrip Code : 533150, Scrip ID – GODREJPRP
NSE - GODREJPROP

Sub: Disclosure under Regulation 10(5)- Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find enclosed herewith the Disclosure under Regulation 10(5) with respect to the proposed acquisition of equity shares of Godrej Properties Limited under Regulation 10(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record and acknowledge.

Thank You.

Yours faithfully,

For Godrej Investments Pvt. Ltd.


S. N. Irani
Managing Director

Date : 15th September, 2014
Place : Mumbai



Encl : A/a

Telephone: 6796 1700 / 6796 1800

Disclosure under Regulation 10(5)- Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	Name of the Target Company (TC)	Godrej Properties Limited
2	Name of the acquirer(s)	Godrej Investments Pvt. Ltd.
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	No. Godrej Investments Pvt. Ltd., the acquirer is part of the promoter group of Godrej Properties Ltd., the target company
4	Details of the proposed acquisition	
	a) Name of the person(s) from whom shares are to be acquired	Godrej Industries Limited
	b) Proposed date of acquisition	In tranches or otherwise, between the period 23 rd September to 30 th September 2014
	c) Number of shares to be acquired from each person mentioned in 4(a) above	Upto 25,00,000 equity shares of the face value of Rs. 5 each
	d) Total shares to be acquired as % of share capital of TC	Upto 1.25% of the share capital of Godrej Properties Limited, the target company
	e) Price at which shares are proposed to be acquired	Market price prevailing on the proposed date of the acquisition, subject to the price not exceeding Rs. 293.91 per share on any of the stock exchanges where the shares of the target company are traded
	f) Rationale, if any, for the proposed transfer	Inter-se transfer of shares amongst qualifying persons
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	(ii)
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 235.13 on the National Stock Exchange of India Ltd. (WORKINGS ENCLOSED)
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	We, Godrej Investments Pvt. Ltd, the acquirer, hereby declare that the acquisition price of equity shares of Godrej Properties Limited, the target company, would not be higher by more than 25% of the price computed in point 6 hereinabove.
9	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	We, Godrej Investments Pvt. Ltd., the acquirer, hereby declare that Godrej Industries Ltd., the transferor and we, the transferee, have complied with applicable disclosure requirements of Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.



10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We, Godrej Investments Pvt. Ltd., the acquirer, hereby declare that all the conditions specified under Regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11	Shareholding details	Before the proposed transaction (as on 15 th September, 2014)		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	A) Acquirer(s) and PACs (other than sellers)(*)				
	GODREJ & BOYCE MFG CO LTD	49,40,688	2.47	49,40,688	2.47
	GODREJ INVESTMENTS PVT. LTD	20,15,862	1.01	45,15,862	2.26
	ENSEMBLE HOLDINGS AND FINANCE LTD	13,82,310	0.69	13,82,310	0.69
	GODREJ FAMILY MEMBERS #	1,99,32,144	9.99	1,99,32,144	9.99
	TOTAL (a)	2,82,71,004	14.16	3,07,71,004	15.41
	B) Seller (s)				
	GODREJ INDUSTRIES LIMITED	12,10,75,304	60.73	11,85,75,304	59.48
	TOTAL (b)	12,10,75,304	60.73	11,85,75,304	59.48

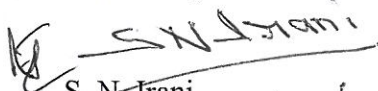
Godrej Family Members include Mr. P. A. Godrej, Mr. J. N. Godrej, Mr. N.B. Godrej, Mr. V. M. Crishna and their respective spouse, parents, brothers, sisters and children and Mr. R.K. Naoroji.

Paid up capital of Godrej Properties Ltd. as at 15th September, 2014 – 19,93,47,222 shares of Rs. 5 each

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For Godrej Investments Pvt. Ltd.


S. N. Irani
Managing Director



Encl : A/a

Date : 15th September, 2014

Place : Mumbai

Calculation of Volume-Weighted Average market Price

Name of the company	Weighted Average Share Price On		Closing market price as of 12.09.2014 (NSE)	25% above the weighted avg. on NSE *
	NSE *	BSE		
Godrej Properties Ltd.	235.13	236.47	236.85	293.91

* since volume of shares traded on NSE are higher than BSE, the weighted average rate on NSE is considered.



Historical Security-wise Price Volume Data on National Stock Exchange Limited
Company: Godrej Properties Ltd.

Data for GODREJCP - ALL from 18-June-2014 to 12-September-2014

Count	Symbol	Series	Date	Prev Close	Open Price	High Price	Low Price	Last Price	Close Price	Average	Total Traded	Turnover	Product
										Price	Quantity	in	
										(a)	(b)	₹ Lacs	
1	GODREJPROP	EQ	18-Jun-14	247.35	248.00	249.50	233.00	239.95	239.45	241.29	133,032	320.99	32,099,291
2	GODREJPROP	EQ	19-Jun-14	239.45	242.00	243.50	235.00	235.05	236.60	238.45	94,922	226.34	22,634,151
3	GODREJPROP	EQ	20-Jun-14	236.60	236.25	238.15	234.00	235.20	235.10	236.09	63,687	150.36	15,035,864
4	GODREJPROP	EQ	23-Jun-14	235.10	237.00	237.50	229.60	233.00	233.00	232.27	154,764	359.48	35,947,034
5	GODREJPROP	EQ	24-Jun-14	233.00	234.50	240.00	234.00	237.25	237.85	237.73	111,090	264.09	26,409,426
6	GODREJPROP	EQ	25-Jun-14	237.85	238.30	251.90	238.30	244.85	243.35	246.90	370,224	914.08	91,408,306
7	GODREJPROP	EQ	26-Jun-14	243.35	245.60	247.20	240.10	242.85	243.10	243.51	77,690	189.18	18,918,292
8	GODREJPROP	EQ	27-Jun-14	243.10	245.95	247.00	240.30	242.65	242.60	242.78	95,216	231.16	23,116,540
9	GODREJPROP	EQ	30-Jun-14	242.60	244.70	248.30	238.10	243.00	243.65	245.08	130,797	320.56	32,055,729
10	GODREJPROP	EQ	01-Jul-14	243.65	245.85	249.00	244.10	245.60	246.00	246.37	85,739	211.24	21,123,517
11	GODREJPROP	EQ	02-Jul-14	246.00	248.90	249.50	243.60	244.90	245.60	247.15	94,778	234.25	23,424,383
12	GODREJPROP	EQ	03-Jul-14	245.60	244.10	246.00	236.50	239.60	239.60	241.18	131,361	316.82	31,681,646
13	GODREJPROP	EQ	04-Jul-14	239.60	240.15	243.25	236.90	241.40	241.25	240.83	101,695	244.91	24,491,207
14	GODREJPROP	EQ	07-Jul-14	241.25	240.00	248.40	240.00	245.80	245.65	245.80	166,246	408.63	40,863,267
15	GODREJPROP	EQ	08-Jul-14	245.65	245.65	248.90	227.00	232.00	232.35	239.75	135,559	325.01	32,500,270
16	GODREJPROP	EQ	09-Jul-14	232.35	235.70	236.90	227.70	231.90	231.20	232.15	86,066	199.81	19,980,222
17	GODREJPROP	EQ	10-Jul-14	231.20	229.00	242.00	213.30	225.80	226.30	226.85	803,804	1,823.40	182,342,937
18	GODREJPROP	EQ	11-Jul-14	226.30	228.00	236.00	224.00	226.00	227.85	230.38	217,399	500.83	50,084,382
19	GODREJPROP	EQ	14-Jul-14	227.85	226.00	230.50	221.50	224.90	223.95	226.55	104,301	236.29	23,629,392
20	GODREJPROP	EQ	15-Jul-14	223.95	225.00	229.50	223.60	224.10	224.65	225.84	96,858	218.75	21,874,411
21	GODREJPROP	EQ	16-Jul-14	224.65	231.00	233.50	228.00	230.30	230.55	230.33	249,054	573.66	57,364,608
22	GODREJPROP	EQ	17-Jul-14	230.55	230.00	237.00	229.00	232.20	232.10	233.83	150,907	352.86	35,286,584
23	GODREJPROP	EQ	18-Jul-14	232.10	231.10	236.30	230.60	233.50	233.35	233.78	117,330	274.29	27,429,407
24	GODREJPROP	EQ	21-Jul-14	233.35	234.00	239.50	234.00	235.05	235.55	236.40	98,200	232.15	23,214,480
25	GODREJPROP	EQ	22-Jul-14	235.55	238.85	253.00	236.05	245.00	246.15	246.39	626,150	1,542.78	154,277,099
26	GODREJPROP	EQ	23-Jul-14	246.15	247.50	247.50	240.15	241.30	241.40	244.06	182,961	446.54	44,653,462
27	GODREJPROP	EQ	24-Jul-14	241.40	242.50	245.00	238.35	240.50	240.60	241.78	115,809	280.00	28,000,300
28	GODREJPROP	EQ	25-Jul-14	240.60	238.60	241.40	232.55	234.95	234.20	236.62	133,530	315.96	31,595,869
29	GODREJPROP	EQ	28-Jul-14	234.20	233.00	234.45	228.00	228.85	229.00	230.48	97,189	224.00	22,400,121
30	GODREJPROP	EQ	30-Jul-14	229.00	228.35	234.20	226.00	231.40	230.60	230.47	108,043	249.01	24,900,670
31	GODREJPROP	EQ	31-Jul-14	230.60	229.10	233.95	227.00	228.50	228.50	231.23	92,792	214.56	21,456,294
32	GODREJPROP	EQ	01-Aug-14	228.50	225.00	232.50	224.70	228.20	226.95	228.65	74,575	170.51	17,051,574
33	GODREJPROP	EQ	04-Aug-14	226.95	228.55	239.00	227.00	227.50	228.40	229.08	235,077	538.52	53,851,439
34	GODREJPROP	EQ	05-Aug-14	228.40	226.60	237.80	226.60	236.50	235.70	232.71	177,023	411.95	41,195,022
35	GODREJPROP	EQ	06-Aug-14	235.70	235.20	239.80	232.30	234.30	234.20	236.59	109,148	258.24	25,823,325
36	GODREJPROP	EQ	07-Aug-14	234.20	234.30	236.00	229.00	229.90	229.40	232.04	79,005	183.32	18,332,320
37	GODREJPROP	EQ	08-Aug-14	229.40	228.00	228.30	222.00	223.65	223.75	224.94	145,224	326.66	32,666,687
38	GODREJPROP	EQ	11-Aug-14	223.75	228.70	231.05	223.70	224.20	224.40	226.34	117,972	267.01	26,701,782
39	GODREJPROP	EQ	12-Aug-14	224.40	228.00	229.50	225.50	228.45	227.80	227.80	45,647	103.98	10,398,387
40	GODREJPROP	EQ	13-Aug-14	227.80	230.40	230.40	220.60	221.65	223.30	225.13	117,118	263.67	26,366,775
41	GODREJPROP	EQ	14-Aug-14	223.30	222.80	225.00	221.00	221.00	222.60	223.01	77,661	173.19	17,319,180
42	GODREJPROP	EQ	18-Aug-14	222.60	222.40	227.50	222.40	224.15	224.55	224.57	130,972	294.12	29,412,382
43	GODREJPROP	EQ	19-Aug-14	224.55	226.75	229.00	225.15	227.50	227.75	227.57	111,956	254.78	25,477,827
44	GODREJPROP	EQ	20-Aug-14	227.75	229.60	229.75	225.40	226.00	225.85	227.26	116,175	264.02	26,401,931
45	GODREJPROP	EQ	21-Aug-14	225.85	226.10	228.50	224.20	225.15	225.05	226.27	153,093	346.40	34,640,353
46	GODREJPROP	EQ	22-Aug-14	225.05	227.40	227.40	223.10	223.80	223.95	224.57	78,300	175.84	17,583,831
47	GODREJPROP	EQ	25-Aug-14	223.95	225.85	228.75	224.10	225.70	225.40	226.46	138,983	314.74	31,474,090
48	GODREJPROP	EQ	26-Aug-14	225.40	224.05	226.00	223.75	224.20	224.75	224.69	66,187	148.72	14,871,557
49	GODREJPROP	EQ	27-Aug-14	224.75	224.10	227.00	222.50	223.40	223.45	224.14	99,114	222.16	22,215,412
50	GODREJPROP	EQ	28-Aug-14	223.45	222.60	227.70	222.60	223.50	224.20	225.23	81,670	183.95	18,394,534
51	GODREJPROP	EQ	01-Sep-14	224.20	225.90	226.35	224.20	225.50	224.65	225.05	131,396	295.71	29,570,670
52	GODREJPROP	EQ	02-Sep-14	224.65	225.90	234.70	225.05	234.70	231.75	231.24	445,369	1,029.86	102,987,128
53	GODREJPROP	EQ	03-Sep-14	231.75	232.10	247.70	232.10	246.00	243.65	239.77	603,794	1,447.71	144,771,687
54	GODREJPROP	EQ	04-Sep-14	243.65	246.00	246.10	232.00	237.00	235.85	236.97	483,795	1,146.47	114,644,901
55	GODREJPROP	EQ	05-Sep-14	235.85	235.85	242.00	234.30	236.20	237.65	237.84	222,678	529.63	52,961,736
56	GODREJPROP	EQ	08-Sep-14	237.65	239.40	244.40	235.00	241.30	241.20	240.66	259,353	624.16	62,415,893
57	GODREJPROP	EQ	09-Sep-14	241.20	242.00	243.25	236.00	236.65	236.75	239.32	234,573	561.37	56,138,010
58	GODREJPROP	EQ	10-Sep-14	236.75	238.00	239.00	232.60	234.00	234.30	236.53	195,270	461.87	46,187,213
59	GODREJPROP	EQ	11-Sep-14	234.30	236.70	240.00	235.05	239.95	239.10	238.45	151,345	360.88	36,088,215
60	GODREJPROP	EQ	12-Sep-14	239.10	238.30	243.90	235.10	235.55	236.85	239.74	199,217	477.61	47,760,284
										Total	10,308,883		2,423,903,304
Weighted Average Price										235.13			



Archives - Stock Prices									
Company : GODREJ PROPERTIES LTD. (532424) ON BSE LIMITED									
Period (18-June-2014 to 12-September-2014)									
Count	Date	Open Price	High Price	Low Price	Close Price	WAP	No. of Shares	No. of Trades	Total Turnover (Rs.)
						(a)	(b)		(a x b)
1	18-Jun-14	247.35	249.45	237.00	241.45	242.36	33,270	2,337	8,063,235
2	19-Jun-14	240.10	244.00	236.00	236.70	239.32	19,095	1,576	4,569,726
3	20-Jun-14	236.00	238.30	235.00	235.75	236.24	23,293	1,397	5,502,743
4	23-Jun-14	235.50	235.50	230.40	231.90	232.33	22,910	1,774	5,322,574
5	24-Jun-14	235.40	239.90	234.45	237.35	237.57	13,036	1,211	3,096,921
6	25-Jun-14	238.90	252.00	237.35	243.45	237.95	1,813,785	7,187	431,592,709
7	26-Jun-14	245.80	246.90	240.20	243.15	243.71	23,206	1,616	5,655,514
8	27-Jun-14	244.90	245.85	240.20	241.60	242.26	19,381	1,258	4,695,220
9	30-Jun-14	244.00	248.05	242.00	243.75	245.28	18,856	1,288	4,625,064
10	01-Jul-14	244.15	248.50	244.00	245.15	245.47	20,140	1,358	4,943,830
11	02-Jul-14	248.75	249.00	243.30	245.65	247.14	14,515	1,110	3,587,292
12	03-Jul-14	243.80	243.80	238.00	240.35	240.86	11,983	892	2,886,180
13	04-Jul-14	242.95	243.00	237.00	240.20	240.37	35,845	2,041	8,616,123
14	07-Jul-14	242.00	248.25	240.10	245.90	245.79	24,649	2,097	6,058,440
15	08-Jul-14	246.00	248.00	228.20	233.30	239.77	49,215	2,486	11,800,270
16	09-Jul-14	233.50	237.00	228.30	230.70	232.43	23,405	1,884	5,440,121
17	10-Jul-14	232.90	243.50	215.15	227.40	229.20	139,519	7,457	31,978,360
18	11-Jul-14	226.40	235.45	224.00	229.75	230.38	84,309	3,565	19,422,749
19	14-Jul-14	230.00	230.45	222.40	224.55	226.66	23,427	1,813	5,309,879
20	15-Jul-14	227.00	229.70	223.50	224.80	226.14	21,823	1,669	4,934,995
21	16-Jul-14	230.00	233.45	228.45	231.45	230.90	47,792	2,774	11,035,316
22	17-Jul-14	230.15	238.00	228.80	233.05	233.99	36,834	2,494	8,618,716
23	18-Jul-14	233.00	236.00	230.85	233.10	234.85	48,437	1,209	11,375,585
24	21-Jul-14	235.00	239.90	234.20	236.45	236.81	14,301	1,214	3,386,667
25	22-Jul-14	237.65	253.00	236.55	246.25	246.98	142,950	6,898	35,306,278
26	23-Jul-14	246.50	247.40	241.00	242.35	244.18	58,406	3,085	14,261,452
27	24-Jul-14	242.55	244.90	238.25	241.25	241.95	18,937	1,252	4,581,780
28	25-Jul-14	242.25	242.25	233.70	234.80	236.55	23,333	1,208	5,519,525
29	28-Jul-14	234.00	234.55	228.85	230.10	230.97	17,891	1,370	4,132,248
30	30-Jul-14	225.10	234.40	225.10	231.25	230.88	22,761	1,549	5,255,128
31	31-Jul-14	225.40	234.50	225.40	228.50	231.95	17,786	1,404	4,125,471
32	01-Aug-14	225.40	232.50	225.00	227.05	229.03	15,077	1,001	3,453,138
33	04-Aug-14	232.00	234.70	227.75	228.70	229.10	45,297	2,219	10,377,440
34	05-Aug-14	229.70	238.00	227.25	236.00	233.02	36,833	2,011	8,582,735
35	06-Aug-14	236.10	239.75	231.50	233.95	236.54	36,339	1,774	8,595,446
36	07-Aug-14	236.70	236.70	228.25	229.60	231.53	32,922	1,561	7,622,384
37	08-Aug-14	228.00	228.00	222.65	224.40	225.45	29,834	1,819	6,726,075
38	11-Aug-14	229.00	231.70	224.00	224.80	226.63	21,772	1,463	4,934,209
39	12-Aug-14	228.00	229.60	225.10	228.05	228.09	21,557	767	4,916,989
40	13-Aug-14	227.40	229.50	220.00	222.45	223.91	18,797	1,111	4,208,885
41	14-Aug-14	223.00	224.90	221.25	222.85	222.94	14,933	821	3,329,208
42	18-Aug-14	223.30	226.60	222.35	224.55	224.12	22,040	1,089	4,939,511
43	19-Aug-14	226.75	229.50	226.00	228.85	228.45	34,878	1,967	7,967,985
44	20-Aug-14	229.70	230.00	225.00	225.75	227.42	16,235	928	3,692,088
45	21-Aug-14	227.00	229.10	224.75	226.10	226.98	62,217	2,769	14,122,195
46	22-Aug-14	225.95	227.00	222.15	223.05	224.43	20,890	1,890	4,688,241
47	25-Aug-14	225.85	227.90	224.00	224.45	226.01	22,099	2,394	4,994,519
48	26-Aug-14	225.10	226.30	223.00	224.20	224.39	13,337	856	2,992,672
49	27-Aug-14	227.00	227.00	222.00	224.40	224.25	9,864	896	2,212,019
50	28-Aug-14	224.50	227.00	223.00	224.20	224.86	17,447	1,314	3,923,125
51	01-Sep-14	224.70	226.30	223.95	224.35	225.22	16,450	1,613	3,704,806
52	02-Sep-14	226.70	234.80	225.00	231.90	231.54	74,716	5,496	17,299,588
53	03-Sep-14	232.10	247.90	232.00	243.10	239.83	118,965	8,223	28,531,050
54	04-Sep-14	246.95	247.00	232.65	236.55	237.35	109,716	8,953	26,040,872
55	05-Sep-14	236.90	242.00	233.80	237.10	238.24	64,355	5,687	15,331,760
56	08-Sep-14	238.00	244.10	235.30	240.40	241.04	65,456	5,567	15,777,254
57	09-Sep-14	243.50	243.50	235.50	236.70	238.66	48,538	3,721	11,584,166
58	10-Sep-14	236.00	239.30	232.50	234.10	236.46	44,033	3,465	10,412,203
59	11-Sep-14	236.00	240.20	234.50	238.80	238.26	41,355	3,142	9,853,088
60	12-Sep-14	239.70	243.45	235.00	236.25	239.20	62,632	5,149	14,981,463
						Total	4,023,674		951,495,225
						Weighted Average Price	236.47		

