



Godfrey Phillips India Limited
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www.godfreyphillips.com

12th February, 2014

✓ 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

BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax No.:022-22721919, 3121

Dear Sir,

Sub: Disclosures under regulation 13(6) of the SEBI (Prohibition of Insider Trading) Regulation, 1992

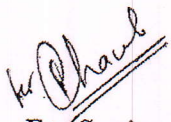
With respect to the above captioned subject, we would like to submit that CITIBank N.A. custodian of Jupiter Asset Management Limited, vide their letter dated 07th February, 2014, received to us on 11th February, 2014, disclosed shareholding of various Constituents of Jupiter India Fund and its PAC under Regulation 13(3). (A copy of the letter is enclosed).

On the captioned matter, please find attached herewith duly signed disclosures in Form D under Regulation 13 (6) of SEBI (Prohibition of Insider Trading) Regulation, 1992.

This is for your information and records.

Thanking you

For Godfrey Phillips India Limited


For Sanjay Gupta
Company Secretary

Encl: a/a

Citibank N. A.
Securities & Funds Services
FIFC - 11th Floor
C-54 and C-55, G-Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051.

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Sanket



Dated: 07th February 2014

To,
The Company Secretary
GODFREY PHILIPS INDIA LTD
Macropolo Building, Ground Floor,
Next to Kala Chowky Post Office,
Dr. Babasaheb Ambedkar Road
Lalbaug, Mumbai, Maharashtra - 400033

Re: Reporting under Prohibition of Insider Trading Regulations, 1992 of Securities & Exchange Board of India ("SEBI")

Dear Sir,

We on behalf of and as authorized representatives of our below mentioned client wish to make the necessary disclosures as required under the Prohibition of Insider Trading Regulations, 1992 of Securities & Exchange Board of India ("SEBI")

Please find below the relevant details in this regard for your ready reference. In this connection, we have also enclosed herewith the necessary disclosure forms.

	JUPITER ASSET MANAGEMENT LIMITED THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER FAR EASTERN FUND THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF THE JUPITER INDIA FUND THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND
Name of the acquirer & PAC with the acquirer	
SEBI Registration No.	IN-UK-FA-1169-05
Scrip	GODFREY PHILIPS INDIA LTD
Total Holdings (No. of Shares)	450,642.00
Paid Up Equity Capital (No. of Shares)	10,398,784.00
% Fluctuation	2.69 (Last reporting done at (7.02%))
Current % Holding	4.33%

In view of the aforesaid, you are requested to take this on records and do the needful. For any further queries in this regard, please contact us on 91-22-6175 6972/6970.

Thanking You,

Truly Yours,
By Constituted Attorney

Vivek Singhania
Vivek Singhania
Enclosures: As above.

ANNEXURE - 2			
Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)		GODFREY PHILIPS INDIA LTD	
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer		JUPITER ASSET MANAGEMENT LIMITED : THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER FAR EASTERN FUND THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF THE JUPITER INDIA FUND THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND	
Whether the acquirer belongs to Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed		NSE & BSE	
Details of the acquisition / disposal as follows		Number	% w.r.t. total share/voting capital wherever applicable(*)
			% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of :</u>			
a) Shares carrying voting rights		635,806	6.11%
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)		635,806	6.11%
<u>Details of acquisition/sale</u>			
f) Shares carrying voting rights acquired/sold		185164 (Sale)	1.78%
g) VRs acquired /sold otherwise than by shares			
h) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
i) Shares encumbered / invoked/released by the acquirer			
j) Total (a+b+c+/-d)		185,164	1.78%
<u>After the acquisition/sale, holding of:</u>			
e) Shares carrying voting rights		450,642	4.33%
f) Shares encumbered with the acquirer			
g) VRs otherwise than by shares			
h) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
i) Total (a+b+c+d)		450,642	4.33%



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Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	SECONDARY MARKET SALE		
Date of acquisition / purchase of shares / VR or date of receipt of intimation of allotment of shares,	5-Feb-2014		
Equity share capital / total voting capital of the TC before the said acquisition / sale	10,398,784.00		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	10,398,784.00		
Total diluted share/voting capital of the TC after the said acquisition	10,398,784.00		
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.			
(**) 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.			
			
Signature of the acquirer / seller / Authorised Signatory			
Place:MUMBAI			
Date:07-FEB-2014			



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FORM C
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
(Regulation 13 (3) and (6))

Regulation 13(3) — Details of change in shareholding in respect of persons holding more than 5% shares in a listed company in GOOPREY PHILLIPS INDIA LTD

Name & address of shareholders with telephone number	Shareholding prior to acquisition	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares - specify	Date of intimation to company	Mode of acquisition (purchase/public/rights/offer etc.)	No. & % of shares/voting rights post-acquisition/sale	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Sale qty	Sale value
JUPITER ASSET MANAGEMENT LIMITED : THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER FAR EASTERN FUND : PAN/AAATJ784SAL THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND : PAN/AAATJ784SAL NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF THE JUPITER INDIA FUND : PAN/AAATJ784SAL THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND : PAN/AAATJ784SAL (Address: RECONCILIATION DEPARTMENT, 301, BANK STREET, CANARY WHARF, LONDON E14 5NT)	635,806	85,640	05-Feb-14	07-Feb-14	Secondary Market Sale	550,166	AXIS CAPITAL LIMITED	BSE	85,640	INR 235,657,301.20
	shs	shs				shs				
	6.11%	0.82%				5.29%	INB001307330		shs	
	550,166	99,524	05-Feb-14	07-Feb-14	Secondary Market Sale	450,642	AXIS CAPITAL LIMITED	NSE	99,524	INR 274,523,181.62
	shs	shs				shs			shs	
	5,294	0.96%				4.33%	INB231307235			



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