

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company ("TC")	Godfrey Phillips India Limited
Name(s) of the acquirer Seller(s) and Persons Acting in Concert ("PAC") with the Seller(s).	Sellers: 1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104); and 2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127). PAC: 1. Jupiter Global Emerging Markets Fund (SEBI registered FII Sub-Account No. 2006878). 2. Jupiter Global Managed Fund (SEBI registered FII Registration No. 2006878) 3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII Registration No. 20100652) 4. Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438)
Whether the acquirer—Seller belongs to Promoter/Promoter group	NO
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited & National Stock Exchange of India Limited

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 (**)
Before the acquisition/disposal under consideration, holding of:			
a) Shares carrying voting rights	Sellers:		
	1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 578,616 shares	5.56%	5.56%
	2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 285,306 shares	2.74%	2.74%
	PAC:		
	1. Jupiter Global Emerging Markets Fund (SEBI registered FII Sub-Account No. 2006878): 10,200 shares	0.10%	0.10%
	2. Jupiter Global Managed Fund (SEBI	0.17%	0.17%

	registered FII Registration No. 2006878) 17,433 shares	0.21%	0.21%
	3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII Registration No. 20100652) 21,543 shares	0.28%	0.28%
	4. Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438) 29,557 shares		
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL		
c) Voting rights (VR) otherwise than by equity shares	NIL		
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each	NIL		

category)			
e) Total (a+b+c+d)	942,655	9.07%	9.07%
Details of acquisition/sale			
a) Shares carrying voting rights acquired sold	Sellers:		
	1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 185,164 shares	1.78%	1.78%
	2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 89,424 shares	0.86%	0.86%
	PAC:		
	1. Jupiter Global Emerging Markets Fund (SEBI registered FII Sub-Account No. 2006878): NIL	NIL	NIL
	2. Jupiter Global Managed Fund (SEBI registered FII Registration No. 2006878) NIL	NIL	NIL
	3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII	NIL	NIL

b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	NIL	NIL	NIL
c) VRs acquired/sold otherwise than by equity shares	NIL		
d) 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.	NIL		
e) Total (a+b+c+d)	274,588	2.64%	2.64%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	Sellers:		

	1. National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 393,452 shares 2. Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 195,882 shares PAC: 1. Jupiter Global Emerging Markets Fund (SEBI registered FII Sub-Account No. 2006878): 10,200 shares 2. Jupiter Global Managed Fund (SEBI registered FII Registration No. 2006878) 17,433 shares 3. Jupiter Global Fund - Jupiter Asia Pacific (SEBI registered FII Registration No. 20100652) 21,543 shares	3.78% 1.88%	3.78% 1.88%
	0.10% 0.17%	0.10% 0.17%	0.10% 0.17%
	0.21% 0.28%	0.21% 0.28%	0.21% 0.28%

b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	4. Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438) 29,557 shares		
c) VRS otherwise than by equity shares	NIL		
d) 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.	NIL		
e) Total (a+b+c+d)	668,067	6.42%	6.42%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Open market sale		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 5, 2014
Equity share capital / total voting capital of the TC before the said acquisition/sale(*)	103,987,840 (10,398,784 equity shares of face value of INR 10 each)(*)
Equity share capital/ total voting capital of the TC after the said acquisition/sale(*)	103,987,840 (10,398,784 equity shares of face value of INR 10 each)(*)
Total diluted share/voting capital of the TC after the said acquisition/sale(*)	103,987,840 (10,398,784 equity shares of face value of INR 10 each)(*)

Note:

(*) Total share capital/ voting capital taken as per the relevant filing done by TC 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 Sellers

For National Westminster Bank PLC, as Trustee of Jupiter India Fund <i>For and on behalf of</i> JUPITER ASSET MANAGEMENT LIMITED <i>[Signature]</i> Secretaries Authorized Signator	For Jupiter South Asia Investment Co. Ltd — South Asia Access Fund <i>For and on behalf of</i> JUPITER ASSET MANAGEMENT LIMITED <i>[Signature]</i> Secretaries Authorized Signator
---	--

Jupiter Asset Management Ltd Authorised Signatory (Investment Manager) Place: London Date: February 7, 2014	Jupiter Asset Management Ltd Authorised Signatory (Investment Manager) Place: London Date: February 7, 2014
--	--

