

P Ganesh

Date: 29-07-2013

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

Fax Nos. 2272 3121/2037/2039/2041/2061

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

Fax Nos 26598237/38

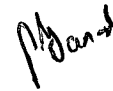
Dear Sir,

Sub.: Disclosure regarding change in my shareholding on July 26, 2013

I enclose herewith disclosure in Form D under regulations 13(4) of the SEBI (Prohibition of Insider Trading) Regulations, 1992, regarding details of change in my shareholding on July 26, 2013 in Godrej Consumer Products Limited (a listed company in which I am the Company Secretary).

Thanking you,

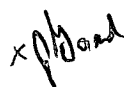
Yours sincerely,

x 

P Ganesh

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

Name, PAN No and address of Director/Officer	P Ganesh 106-L-6, Lok Kedar, Jata Shankar Doja Road, Mulund (W), Mumbai 400 080 PAN: ALFPP9991D	
No. & % of shares / voting rights held by the Director/Officer	4884 equity shares of Godrej Consumer Products Ltd representing 0.001% of the voting rights	
Date of receipt of allotment advice / acquisition/ sale of shares/voting rights	26 July 2013	
Date of intimation to company	29 July 2013	
Mode of acquisition-(market purchase/ public/ rights/ preferential offer etc.)	Exercise of grants under the Employee Stock Grant Scheme 2011 of Godrej Consumer Products Limited	
No. & % of shares post acquisition / voting rights- sale	5,962	
Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member	Not Applicable since the shares were allotted pursuant to the Employee Stock Grant scheme of Godrej Consumer Products Ltd	
Exchange on which the trade was executed	Not Applicable since the shares were allotted pursuant to the Employee Stock Grant scheme of Godrej Consumer Products Ltd	
Buy quantity/ Buy Value	No. of Shares	Amount in Rs.
	1,078 i.e 0.000%	1,078.00
Sell Quantity/ Sell Value	Nil i.e Nil %	

**P Ganesh**

Note:

i) Percentage holdings are calculated with reference to the paid up capital of **34,03,74,892** equity shares of Re. 1 each post the allotment of shares to various employees under GCPL ESGS Scheme 2011