

Godrej Consumer Products Limited

Regd Office: Pirojshanagar
Eastern Express Highway,
Vikhroli(E), Mumbai 400 79, India
Tel : + 91 22 25188010/8020/8030
Fax: + 91 22 2518 8040/8065/8069

CIN: L24246MH2000PLC129806

Date: 22-08-14

BSE Ltd
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 Sirs,

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

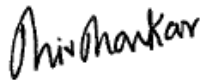
We have received on August 22, 2014, an intimation from Mr P Ganesh, our Company Secretary regarding sale of 500 shares in the Company on August 21, 2014

Pursuant to Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and/or any other applicable regulations, we enclose herewith a copy of the disclosure received in Form D from Mr. P Ganesh

Kindly take a note of the above and acknowledge receipt.

Thanking you,

Yours faithfully
For Godrej Consumer Products Ltd



R Shivshankar
Manager (Finance)



Date: 22 August 2014

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

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 of which I am the Company Secretary)

| 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 | 8,183 equity shares of Godrej Consumer Products Ltd. representing 0.002% of voting rights | |
| Date of Sale | Thursday, August 21, 2014 | |
| Date of intimation to company | Friday, August 22, 2014 | |
| Mode of Sale | Open Market (Out of shares acquired under the Employee Stock Grant Scheme of the Company) | |
| Number & % of shares post sale | 7,683 0.002% of voting rights | |
| Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member | HDFC Securities Limited, Regn No INB231109431 | |
| Exchange on which the trade was executed | The National Stock Exchange of India Ltd | |
| | No. of Shares | Amount in Rs. |
| Buy quantity/ Buy Value | Nil i.e Nil % | Nil |
| Sell Quantity/ Sell Value | 500 i.e 0.000% | Rs.955 per share |
|  <hr/> P Ganesh | | |
| Note: | | |
| i) Percentage holdings are calculated with reference to the paid up capital of equity shares of Re. 1 each | 34,04,42,967 | |