

Godrej Seeds & Genetics Limited

"Godrej One", 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (E), Mumbai – 400079
Phone No.: 25188010 / 25188020 / 25188030
Fax: (91-22) 25188485
CIN: U01403MH2011PLC218351

Date: 30th March, 2017

To,
The Manager,

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalai Street Mumbai- 400001 Scrip Code: 532424	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block Bandra-Kurla Complex, Bandra(E), Mumbai- 400051 Symbol: GODREJCP
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Sub: Intimation under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/ Madam,

We, the undersigned, are submitting the requisite report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by us of the equity shares of Godrej Consumer Products Limited on 30th March 2017.

This is for your information and records.

For Godrej Seeds & Genetics Limited


Director

CC: Godrej Consumer Products Limited
Godrej One,
4th Floor, Pirojshanagar,
Eastern Express Highway,
Vikhroli E, Mumbai - 400079



Format for Disclosures under Regulation 10(6) Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Godrej Consumer Products Limited	
2.	Name of the acquirer(s)	Godrej Seeds & Genetics Limited	
3.	Name of the stock exchange where shares of the TC are listed	The National Stock Exchange of India Limited and BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Inter-se transfer amongst 'Qualifying Persons' for re-organization/ realignment of shareholding within the promoters and promoter group	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(iii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes Yes Filed on 22 nd March, 2017	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
a.	Name of the transferor/seller: 1. Godrej & Boyce Manufacturing Company Limited	Yes	Yes
b.	Date of acquisition	30 th March, 2017	
c.	Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	9,35,00,000	
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	27.451%	
e.	Price at which shares are proposed to be acquired / actually acquired	Not applicable as the transfer is without consideration.	



8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer/Transferee(*)	As per Annexure A			
	b	Each Seller/Transferor				

Note: This disclosure is being made in respect of Inter-se transfer of 9,35,00,000 equity shares carrying voting rights, constituting 27.451% of the total equity share capital of the Target Company, undertaken on 30th March, 2017 amongst “Qualifying Persons’ for re-organization / re-alignment of shareholding within the promoters and promoter group in terms of disclosures filed on 22nd March, 2017 under regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011. The transfer is without consideration and the total holding of the promoters and promoter group in the Target Company after such inter-se transfer remains unchanged.

Date: 30th March, 2017

Place: Mumbai

For Godrej Seeds & Genetics Limited


Director

Annexure A

Shareholding Details		Pre transaction		Post transaction	
		Number of shares/ voting rights	% w.r.t total share capital of TC	Number of shares/ voting rights	% w.r.t total share capital of TC
a.	Acquirer(s)/Transferee(s) and PACs (other than Transferor(s)):				
	Acquirer(s)/Transferee(s)				
1	GODREJ SEEDS & GENETICS LIMITED	-	0.000%	935,00,000	27.451%
	PACs (other than Transferor(s)):				
1	SOHRAB NADIR GODREJ	6,33,728	0.186%	6,33,728	0.186%
2	HORMAZD NADIR GODREJ	10,28,728	0.302%	10,28,728	0.302%
3	FREYAN VIJAY CRISHNA	9,67,090	0.284%	9,67,090	0.284%
4	ADI BARJORJI GODREJ	500	0.000%	500	0.000%
5	PARMESHWAR ADI GODREJ	4	0.000%	4	0.000%
6	NYRIKA HOLKAR	9,67,088	0.284%	9,67,088	0.284%
7	NISABA ADI GODREJ	10,71,061	0.314%	10,71,061	0.314%
8	NAVROZE JAMSHYD GODREJ	16,06,809	0.472%	16,06,809	0.472%
9	NADIR BARJORJI GODREJ	9,17,454	0.269%	9,17,454	0.269%
10	JAMSHYD NAOROJI GODREJ [(TRUSTEES OF RAIKA GODREJ FAMILY TRUST) (BENEFICIAL INTEREST IS OF MS. RAIKA GODREJ)]	16,06,808	0.472%	16,06,808	0.472%
11	BURJIS NADIR GODREJ	6,33,724	0.186%	6,33,724	0.186%
12	TANYA ARVIND DUBASH	10,71,054	0.314%	10,71,054	0.314%
13	RISHAD KAIKHUSHRU NAOROJI [(PARTNER IN M/S RKN ENTERPRISES) (BENEFICIAL INTEREST IS OF M/S RKN ENTERPRISES)]	44,79,500	1.315%	44,79,500	1.315%
14	RISHAD KAIKHUSHRU NAOROJI	24	0.000%	24	0.000%
15	PIROJSHA ADI GODREJ	10,71,075	0.314%	10,71,075	0.314%
16	GODREJ INDUSTRIES LIMITED	809,37,620	23.763%	809,37,620	23.763%
b.	Transferor(s)				
1	GODREJ & BOYCE MFG CO. LIMITED	1185,03,815	34.793%	250,03,815	7.341%

Date: 30th March, 2017

Place: Mumbai

For Godrej Seeds & Genetics Limited


Director