

Pheroza Godrej
40D, Ridge Road, Malabar Hill, Mumbai – 400 006

Date: 1st October, 2018

To,
The Manager,

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 533150 Security ID: 782GPL20 (NCD)	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai- 400051 Symbol: GODREJPROP
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Sub: Report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

I, the undersigned, am submitting the requisite report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by me of 1.74% of the share capital of Godrej Properties Limited on 28th September, 2018.

This is for your information and records.

✓
PJG 

Pheroza Godrej

CC: Godrej Properties Limited
Godrej One,
5th Floor, Pirojshanagar,
Eastern Express Highway,
Vikroli (East), 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 Properties Limited	
2.	Name of the acquirer(s)	Mrs. Pheroza Godrej	
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.	Off Market 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)(i)	
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 21 st September, 2018	
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. Mr. Navroze Godrej 2. Ms. Raika Godrej	Yes Yes	Yes Yes
b.	Date of acquisition	28 th September, 2018	
c.	Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1. 20,81,500 Equity Shares (0.91%) of TC from Mr. Navroze Godrej 2. 19,04,875 Equity Shares (0.83%) of TC from Ms. Raika Godrej	
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	1.74% of the share capital of TC	

	e.	Price at which shares are proposed to be acquired / actually acquired	Not applicable as the transfer is by way of Off Market gift.			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held of TC	% w.r.t total share capital of TC	No. of shares held of TC	% w.r.t total share capital of TC
	a	Each Acquirer/ Transferee(*)	As per Annexure A			
	b	Each Seller / Transferor				

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Date: 1st October, 2018
Place: Mumbai


Pheroza Godrej

Annexure A

Shareholding Details		Before the proposed transaction		After the proposed 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) and PACs (other than sellers)(*):				
	Acquirer(s)/ Transferee(s):				
1	PHEROZA JAMSHYD GODREJ	-	0.00%	3,986,375	1.74%
	PACs (other than sellers/ transferors)				
1	ADI B. GODREJ	-	0.00%	-	0.00%
2	TANYA ARVIND DUBASH	32	0.00%	32	0.00%
3	NISABA GODREJ	10	0.00%	10	0.00%
4	PIROJSHA ADI GODREJ	10	0.00%	10	0.00%
5	TANYA DUBASH AND PIROJSHA GODREJ (TRUSTEES OF TAD FAMILY TRUST)	1,328,792	0.58%	1,328,792	0.58%
6	NISABA GODREJ AND PIROJSHA GODREJ (TRUSTEES OF NG FAMILY TRUST)	1,328,792	0.58%	1,328,792	0.58%
7	PIROJSHA GODREJ AND NISABA GODREJ (TRUSTEES OF PG FAMILY TRUST)	1,328,792	0.58%	1,328,792	0.58%
8	NADIR B. GODREJ	1,027,854	0.45%	1,027,854	0.45%
9	BURJIS NADIR GODREJ	-	0.00%	-	0.00%
10	SOHRAB NADIR GODREJ	-	0.00%	-	0.00%
11	HORMAZD NADIR GODREJ	-	0.00%	-	0.00%
12	NADIR GODREJ (TRUSTEE OF BNG FAMILY TRUST)	986,192	0.43%	986,192	0.43%
13	NADIR GODREJ (TRUSTEE OF SNG FAMILY TRUST)	986,192	0.43%	986,192	0.43%
14	NADIR GODREJ (TRUSTEE OF HNG FAMILY TRUST)	986,192	0.43%	986,192	0.43%
15	JAMSHYD NAOROJI GODREJ	-	0.00%	-	0.00%
16	JAMSHYD NAOROJI GODREJ, PHEROZA JAMSHYD GODREJ AND NAVROZE JAMSHYD GODREJ (TRUSTEES OF THE RAIKA GODREJ FAMILY TRUST)	12	0.00%	12	0.00%
17	SMITA GODREJ CRISHNA	-	0.00%	-	0.00%
18	VIJAY MOHAN CRISHNA	-	0.00%	-	0.00%
19	FREYAN CRISHNA BIERI	176,628	0.08%	176,628	0.08%
20	NYRIKA HOLKAR	24	0.00%	24	0.00%
21	SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF FVC FAMILY TRUST)	1,904,888	0.83%	1,904,888	0.83%
22	SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF NVC FAMILY TRUST)	1,904,888	0.83%	1,904,888	0.83%
23	RISHAD KAIKHUSHRU NAOROJI	30	0.00%	30	0.00%
24	RISHAD KAIKHUSHRU NAOROJI (AS A PARTNER OF RKN ENTERPRISES)	3,986,400	1.74%	3,986,400	1.74%
25	ENSEMBLE HOLDINGS AND FINANCE LIMITED	1,382,310	0.60%	1,382,310	0.60%
26	GODREJ & BOYCE MANUFACTURING COMPANY LIMITED	10,650,688	4.64%	10,650,688	4.64%
27	GODREJ INDUSTRIES LIMITED	123,027,510	53.65%	123,027,510	53.65%
28	INNOVIA MULTIVENTURES PRIVATE LIMITED	7,440,862	3.24%	7,440,862	3.24%
b.	Seller(s)/ Transferor(s):				
1	NAVROZE JAMSHYD GODREJ	2,081,516	0.91%	16	0.00%
2	RAIKA JAMSHYD GODREJ	1,904,900	0.83%	25	0.00%

Date: 1st October, 2018

Place: Mumbai