


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	5962 equity shares of Godrej Consumer Products Ltd. representing 0.002% of voting rights	
Date of receipt of allotment advice / acquisition/ sale of shares/voting rights	Monday, June 23, 2014	
Date of intimation to company	Wednesday, June 25, 2014	
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	9,432 0.003% of voting rights	
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	
	No. of Shares	Amount in Rs.
Buy quantity/ Buy Value	3,470 i.e 0.001%	3,470.00
Sell Quantity/ Sell Value	Nil i.e Nil %	
<div style="text-align: right;">  P Ganesh </div>		
Note: i) Pre Acquisition percentage holdings are calculated with reference to the paid up capital of equity shares of Re. 1 each post the allotment of shares to various employees under GCPL ESGS Scheme 2011 34,03,78,310 ii) Post Acquisition percentage holdings are calculated with reference to the paid up capital of equity shares of Re. 1 each post the allotment of shares to various employees under GCPL ESGS Scheme 2011 34,04,25,914		