Date: 26th March, 2020

To,  
The Manager,

<table>
<thead>
<tr>
<th>BSE Limited</th>
<th>National Stock Exchange of India Limited</th>
</tr>
</thead>
<tbody>
<tr>
<td>Corporate Relationship Department,</td>
<td>Exchange Plaza, 5th Floor,</td>
</tr>
<tr>
<td>Phiroze Jeejeebhoy Towers,</td>
<td>Plot No.C/1, G Block,</td>
</tr>
<tr>
<td>Dalal Street,</td>
<td>Bandra-Kurla Complex, Bandra (E),</td>
</tr>
<tr>
<td>Mumbai- 400001</td>
<td>Mumbai-400051</td>
</tr>
<tr>
<td>Scrip Code: 532424</td>
<td>Symbol: GODREJCP</td>
</tr>
</tbody>
</table>

Sub: Disclosure in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for your records.

You are requested to kindly take note of the above.

SD/-
Nadir Godrej
as a constituted power of attorney holder
for Mr. Burjis Godrej

CC: Godrej Consumer Products Limited
Godrej One, 4th Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400079
**Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Name of the Target Company(TC):** Godrej Consumer Products Limited  
**Names of the stock exchanges where the shares of the target company are listed:** The National Stock Exchange of India Limited and BSE Limited  
**Date of reporting:** 26th March, 2020  
**Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked:** Mr. Burjis Godrej

**Details of the creation of encumbrance:**

<table>
<thead>
<tr>
<th>Name of the promoter(s) or PACs with him*</th>
<th>Promoter holding in the target company (1)</th>
<th>Promoter holding already encumbered (2)</th>
<th>Details of events pertaining to encumbrance (3)</th>
<th>Post event holding of encumbered shares [creation ((2)+(3)) / release ((2)-(3)) / invocation (1)-(3)]</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number</td>
<td>% of total share capital</td>
<td>Number</td>
<td>% of total share capital</td>
<td>Type of event (creation/ release/ invocation)</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>-------------------------------------------</td>
<td>----------------------------------------</td>
<td>-----------------------------------------------</td>
<td>--------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>As per Annexure A</td>
<td>19,01,172</td>
<td>0.19%</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

* Signature: SD/- (Nadir Godrej as a constituted power of attorney holder for Mr. Burjis Godrej)  
* Place: Mumbai  
* Date: 26th March, 2020

* The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.  
** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.  
*** This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

**Note 1:** The aforesaid disclosure is being filed pursuant to acquisition of 0.42% voting rights of Godrej Consumer Products Limited (without acquisition of shares) by Mr. Nadir Godrej from Mr. Burjis Godrej (0.19%), Mr. Sohrab Godrej (0.19%) and Mr. Hormazd Godrej (0.05%) vide Shareholders Agreement entered on 26th March, 2020 pursuant to inter-se arrangement amongst qualifying persons being immediate relatives for re-alignment of voting rights. The aforesaid shareholders’ agreement also contains certain transfer restrictions imposed on Mr. Burjis Godrej in respect of the equity shares held by him in Godrej Consumer Products Limited.
Annexure A

Name of the promoter(s) or PACs:

- Adi Barjorji Godrej
- Tanya Arvind Dubash
- Azaar Arvind Dubash
- Aryaan Arvind Dubash
- Nisaba Godrej
- Pirojsha Adi Godrej
- Nadir B. Godrej
- Rati Nadir Godrej
- Burjis Nadir Godrej
- Sohrab Nadir Godrej
- Hormazd Nadir Godrej
- Jamshyd Naoroji Godrej
- Pheroza Jamshyd Godrej
- Jamshyd Naoroji Godrej, Pheroza Jamshyd Godrej and Navroze Jamshyd Godrej [(Trustees of The Raika Godrej Family Trust) (Beneficial Interest is of Ms. Raika Godrej)]
- Raika Jamshyd Godrej
- Navroze Jamshyd Godrej
- Smita Godrej Crishna
- Vijay Mohan Crishna
- Freyan Crishna Bieri
- Nyrika Holkar
- Rishad Kaikhushru Naoroji
- Rishad Kaikhushru Naoroji & Others [(Partner in M/s RKN Enterprises) (Beneficial Interest is of M/s RKN Enterprises)]
- ABG Family Trust
- TAD Family Trust
- TAD Children Trust
- NG Family Trust
- NG Children Trust
- PG Family Trust
Name of the promoter(s) or PACs:

- PG Children Trust
- PG Lineage Trust
- NBG Family Trust
- RNG Family Trust
- BNG Family Trust
- BNG Successor Trust
- BNG Lineage Trust
- SNG Family Trust
- SNG Successor Trust
- SNG Lineage Trust
- HNG Family Trust
- JNG Family Trust
- PJG Family Trust
- RJG Family Trust
- Raika Lineage Trust
- NJG Family Trust
- Navroze Lineage Trust
- SGC Family Trust
- VMC Family Trust
- FVC Family Trust
- FVC Children Trust
- NVC Children Trust
- NVC Family Trust
- Godrej Seeds & Genetics Limited
- Godrej & Boyce Manufacturing Company Limited
- Godrej Industries Limited