

Godrej Industries Limited
Regd. Office: Godrej One,
Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400079. India.
Tel.: 91-22-2518 8010/8020/8030
Fax: 91-22-2518 8068/8063/8074
Website: www.godrejindustries.com

CIN: L24241MH1988PLC097781

Date: August 7, 2024

BSE Limited
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex,
Bandra (E)
Mumbai- 400 051

Ref.: BSE Scrip Code No. "500164"

**Ref.: GODREJIND
Debt Segment NSE**

Sub: Outcome of the Board Meeting held on August 7, 2024

Dear Sir / Madam,

Pursuant to Regulations 30 and 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Schedule III to the Listing Regulations, as amended from time to time, this is to inform you that the Board of Directors of Godrej Industries Limited ("GIL / the Company"), at its Meeting held today, i.e., on Wednesday, August 7, 2024 (which commenced at 10:15 a.m. (IST) and concluded at 10:35 a.m. (IST)), *inter alia*, has approved / noted the following:

1. INTIMATION UNDER REGULATION 31A OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS")

We refer to the disclosure made by Godrej Industries Limited ("**Company**") dated July 25, 2024, regarding receipt of letters dated July 24, 2024 ("**Reclassification Letters**") for reclassification from the certain members, as listed in the enclosed minutes (*Annexure 1*), from 'promoter' and 'promoter group' category to 'public' category, in accordance with Regulation 31A of the SEBI Listing Regulations ("**Reclassification Applicants**").

This is to inform you that the Board of Directors of the Company, at its Meeting held on August 7, 2024, has considered and approved the said Reclassification Letters for reclassification of the Reclassification Applicants from 'promoter' and 'promoter group' category to 'public' category. Please see attached with this disclosure, certified copy of the relevant extracts of the minutes of the Meeting and the resolution adopted by the Board of Directors in this regard.

The approval of the Board of Directors of the Company is subject to the approval from (a) the members of the Company in accordance with Regulation 31A(3)(a)(iii) of SEBI the Listing Regulations; and (b) the Stock Exchanges where the Equity Shares of the Company are listed namely, BSE Limited and National Stock Exchange of India Limited, in terms of Regulation 31A of the SEBI Listing Regulations.



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2. APPROVAL FOR RAISING OF FUNDS BY WAY OF ISSUANCE OF UNSECURED NON-CONVERTIBLE DEBENTURES (NCDS) / BONDS / OTHER INSTRUMENTS AGGREGATING TO ₹3,000 CRORE (RUPEES THREE THOUSAND CRORE ONLY), SUBJECT TO APPROVAL OF THE SHAREHOLDERS

The Board of Directors have approved raising of funds by way of issuance of Unsecured Non-Convertible Debentures (NCDs) / Bonds / Other Instruments, listed and / or unlisted, on private placement basis, in one or more tranches, for an amount not exceeding ₹3,000 Crore (Rupees Three Thousand Crore Only), during the period of 1 (One) year from the date of approval by the Shareholders.

The Board of Directors has authorized the Management Committee of the Board of Directors to determine the detailed terms and conditions of the issue, including the issue price of the NCDs / Bonds and other instruments and take all necessary steps, incidental, consequential, relevant or ancillary thereof, in connection with the proposed issue.

You are requested to kindly take the above on your records.

Thank you,
For Godrej Industries Limited

Tejal Jariwala
Company Secretary & Compliance Officer
FCS 9817

Encl: A/a



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Annexure 1

CERTIFIED TRUE COPY OF THE EXTRACT OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE GODREJ INDUSTRIES LIMITED HELD ON AUGUST 7, 2024

Review of the requests received for re-classification of certain Members of the Promoter and Promoter Group of Godrej Industries Limited to 'Public' category Shareholders

The Board was informed that the persons mentioned in **Annexure A**, belonging to the category of 'Promoter' and / or 'Promoter Group' of the Company, had each *vide* requests for reclassification dated July 24, 2024 ("**Requests**") under Regulation 31A(3)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), requested the Company for reclassification to 'Public' category shareholder of the Company. The Company intimated the receipt of these Requests to BSE Limited and National Stock Exchange of India Limited on July 25, 2024.

The Godrej family members had entered into a family settlement agreement ("**FSA**") dated April 30, 2024. This was intimated to the Company by way of a joint letter dated April 30, 2024 by Mr. Adi B. Godrej, Mr. Nadir B. Godrej, Mr. Jamshyd N. Godrej and Mrs. Smita Godrej Crishna (collectively, "**Branch Heads**"), and was in turn disclosed by the Company to the Stock Exchanges.

We understand from the Requests that reclassification has been requested pursuant to completion of realignment of shareholding and management under the FSA on July 18, 2024 and which was disclosed to the Stock Exchanges on the said date.

The Requests were placed before the Board for its perusal.

The Board was informed that the shareholding of the Applicants is as set out in **Annexure A**.

The Board was informed that, in their respective Requests, the Applicants have confirmed that they are:

- (i) in no way related to any business activities carried out by the Company; and
- (ii) not involved in the management or day to day affairs of the Company and also do not have any right either to appoint any Director of the Company or an ability to control the management or policy decisions of the Company in any manner whatsoever including by virtue of its shareholding.
- (iii) not associated with the Company in any manner, directly or indirectly, resultantly, other than in capacity as an ordinary Public Shareholder.

The Board was informed that Applicants have given an undertaking that they satisfy the conditions set out in Regulation 31A(3)(b) of the SEBI Listing Regulations. Pursuant to the provisions of Regulation 31A(3) of the SEBI Listing Regulations, the Board was informed that the said reclassification shall



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require approval of the Board, Shareholders of the Company and the stock exchanges viz. BSE Limited and National Stock Exchange of India Limited (collectively, the “**Stock Exchanges**”).

On the basis of the above rationale and in accordance with the provisions of Regulation 31A of the SEBI Listing Regulations, the Board was of the view that the Requests made by the Applicants for reclassification from the category of ‘Promoter’ or ‘Promoter Group’ to ‘Public’ category Shareholders, which shall be subject to the approvals of the Shareholders and the Stock Exchanges, and/ or such other approval, as may be required.

The Board considered the matter and passed the following resolutions:

“**RESOLVED THAT** pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) [including any modification(s) / amendment(s) / re-enactment(s) thereto] and subject to approvals of the Shareholders, and of BSE Limited and National Stock Exchange of India Limited (collectively, the “**Stock Exchanges**”), and/ or such other approval, as may be required, the approval of the Board of Directors be and is hereby accorded to the requests for reclassification dated July 24, 2024 (“**Requests**”), made by the following members (“**Applicants**”) of the promoter and promoter group of the Company, to ‘public’ category shareholders:

Name	Category	No. of Shares	Percentage Shareholding
NAVROZE JAMSHYD GODREJ	Promoter Group	0	0.00
NYRIKA HOLKAR	Promoter Group	0	0.00
RISHAD KAIKHUSHRU NAOROJI	Promoter	50	0.00
JAMSHYD NAOROJI GODREJ	Promoter	1,304	0.00
PHEROZA J. GODREJ	Promoter Group	33	0.00
RAIKA JAMSHYD GODREJ	Promoter Group	0	0.00
VIJAY M. CRISHNA	Promoter Group	0	0.00
SMITA GODREJ CRISHNA	Promoter	1,305	0.00
VIVECK CRISHNA	Promoter Group	0	0.00
VICKRAM CRISHNA	Promoter Group	0	0.00
SEETHA SHEARER	Promoter Group	0	0.00
CYRUS PHIROZE SHROFF	Promoter Group	0	0.00
YESHWANT HOLKAR	Promoter Group	0	0.00
ARIANNE AMAVA HOLKAR	Promoter Group	0	0.00
J GODREJ, P GODREJ & N GODREJ (TRUSTEES - THE RAIKA GODREJ FAMILY TRUST)	Promoter Group	0	0.00



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Name	Category	No. of Shares	Percentage Shareholding
SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF FVC FAMILY TRUST)	Promoter Group	84,14,608	2.50
SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF NVC FAMILY TRUST)	Promoter Group	0	0.00
SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF NVC CHILDREN TRUST)	Promoter Group	1	0.00
SMITA CRISHNA, VM CRISHNA, FREYAN CRISHNA BIERI & NYRIKA HOLKAR (TRUSTEES OF SGC FAMILY TRUST)	Promoter Group	0	0.00
SMITA CRISHNA, VM CRISHNA, FREYAN CRISHNA BIERI & NYRIKA HOLKAR (TRUSTEES OF VMC FAMILY TRUST)	Promoter Group	1	0.00
SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF FVC CHILDREN TRUST)	Promoter Group	1	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF JNG FAMILY TRUST)	Promoter Group	0	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF RAIKA LINEAGE TRUST)	Promoter Group	0	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF NAVROZE LINEAGE TRUST)	Promoter Group	0	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF PJG FAMILY TRUST)	Promoter Group	1	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF NJG FAMILY TRUST)	Promoter Group	1	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF RJG FAMILY TRUST)	Promoter Group	1	0.00
GODREJ AND BOYCE MANUFACTURING COMPANY LIMITED	Promoter	0	0.00
FUTURE FACTORY LLP	Promoter Group	0	0.00



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Name	Category	No. of Shares	Percentage Shareholding
GODREJ & KHIMJI (MIDDLE EAST) LLC	Promoter Group	0	0.00
GODREJ (VIETNAM) CO. LTD.	Promoter Group	0	0.00
GODREJ AMERICAS INC	Promoter Group	0	0.00
GODREJ HOLDINGS PRIVATE LIMITED	Promoter Group	0	0.00
GODREJ (SINGAPORE) PTE. LTD.	Promoter Group	0	0.00
GODREJ INFOTECH (SINGAPORE) PTE LTD	Promoter Group	0	0.00
GODREJ INFOTECH AMERICAS INC	Promoter Group	0	0.00
GODREJ INFOTECH LIMITED	Promoter Group	0	0.00
GODREJ UEP (SINGAPORE) PTE. LTD.	Promoter Group	0	0.00
J T DRAGON PTE LTD.	Promoter Group	0	0.00
JNG ENTERPRISE LLP	Promoter Group	0	0.00
PARAKH AGENCIES PRIVATE LIMITED	Promoter Group	0	0.00
SVC ENTERPRISE LLP	Promoter Group	0	0.00
LVD GODREJ INFOTECH NV	Promoter Group	0	0.00
SHEETAK INC	Promoter Group	0	0.00
URBAN ELECTRIC POWER INC	Promoter Group	0	0.00
VEROMATIC INTERNATIONAL BV	Promoter Group	0	0.00
SHAKTI SUSTAINABLE ENERGY FOUNDATION	Promoter Group	0	0.00
GODREJ KOERBER SUPPLY CHAIN LIMITED	Promoter Group	0	0.00
RISHAD KAIKHUSHRU NAOROJI & OTHERS (PARTNERS OF RKN ENTERPRISES)	Promoter Group	0	0.00
GODREJ UEP PRIVATE LIMITED	Promoter Group	0	0.00
INDIA WEAVES	Promoter Group	0	0.00
CYMROZA ART GALLERY	Promoter Group	0	0.00
MINILAND SCHOOL	Promoter Group	0	0.00
GODREJ ENTERPRISES PRIVATE LIMITED	Promoter Group	0	0.00
FREYAN CRISHNA BIERI	Promoter Group	13	0.00

RESOLVED FURTHER THAT approval of the Board of Directors be and is hereby accorded to seek Shareholders' approval and make an application before the Stock Exchanges, for the reclassification of the Applicants from the 'Promoter' and/ or 'Promoter Group' category to 'Public' category Shareholders, in accordance with the provisions of Regulation 31A(3) of the SEBI Listing Regulations, and to take all necessary steps in this regard.



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RESOLVED FURTHER THAT for giving effect to the foregoing resolutions, any Director(s) and / or the Chief Financial Officer and / or the Company Secretary of the Company (collectively the “**Authorized Signatories**”) be and are hereby severally authorized, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, to do all acts, deeds, matters and things and execute all documents, deeds and writings, and make all necessary filings and applications, and take all steps and give such directions as may be required, necessary, expedient, or desirable in connection with or incidental thereto for and on behalf of the Company in connection therewith with any person, statutory and/or governmental authority.

RESOLVED FURTHER THAT a copy of this Resolution duly certified by any Director / Chief Financial Officer / Company Secretary be furnished to the concerned authorities or such other persons as may be required, and they be requested to act thereon.”



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Annexure A

Name	Category	No. of Shares	Percentage Shareholding
NAVROZE JAMSHYD GODREJ	Promoter Group	0	0.00
NYRIKA HOLKAR	Promoter Group	0	0.00
RISHAD KAIKHUSHRU NAOROJI	Promoter	50	0.00
JAMSHYD NAOROJI GODREJ	Promoter	1,304	0.00
PHEROZA J. GODREJ	Promoter Group	33	0.00
RAIKA JAMSHYD GODREJ	Promoter Group	0	0.00
VIJAY M. CRISHNA	Promoter Group	0	0.00
SMITA GODREJ CRISHNA	Promoter	1,305	0.00
VIVECK CRISHNA	Promoter Group	0	0.00
VICKRAM CRISHNA	Promoter Group	0	0.00
SEETHA SHEARER	Promoter Group	0	0.00
CYRUS PHIROZE SHROFF	Promoter Group	0	0.00
YESHWANT HOLKAR	Promoter Group	0	0.00
ARIANNE AMAVA HOLKAR	Promoter Group	0	0.00
J GODREJ, P GODREJ & N GODREJ (TRUSTEES - THE RAIKA GODREJ FAMILY TRUST)	Promoter Group	0	0.00
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SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF NVC FAMILY TRUST)	Promoter Group	0	0.00
SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF NVC CHILDREN TRUST)	Promoter Group	1	0.00
SMITA CRISHNA, VM CRISHNA, FREYAN CRISHNA BIERI & NYRIKA HOLKAR (TRUSTEES OF SGC FAMILY TRUST)	Promoter Group	0	0.00
SMITA CRISHNA, VM CRISHNA, FREYAN CRISHNA BIERI & NYRIKA HOLKAR (TRUSTEES OF VMC FAMILY TRUST)	Promoter Group	1	0.00
SMITA GODREJ CRISHNA, FREYAN CRISHNA BIERI AND NYRIKA HOLKAR (TRUSTEES OF FVC CHILDREN TRUST)	Promoter Group	1	0.00



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JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF RAIKA LINEAGE TRUST)	Promoter Group	0	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF NAVROZE LINEAGE TRUST)	Promoter Group	0	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF PJG FAMILY TRUST)	Promoter Group	1	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF NJG FAMILY TRUST)	Promoter Group	1	0.00
JAMSHYD GODREJ, PHEROZA GODREJ AND NAVROZE GODREJ (TRUSTEES OF RJG FAMILY TRUST)	Promoter Group	1	0.00
GODREJ AND BOYCE MANUFACTURING COMPANY LIMITED	Promoter	0	0.00
FUTURE FACTORY LLP	Promoter Group	0	0.00
GODREJ & KHIMJI (MIDDLE EAST) LLC	Promoter Group	0	0.00
GODREJ (VIETNAM) CO. LTD.	Promoter Group	0	0.00
GODREJ AMERICAS INC	Promoter Group	0	0.00
GODREJ HOLDINGS PRIVATE LIMITED	Promoter Group	0	0.00
GODREJ (SINGAPORE) PTE. LTD.	Promoter Group	0	0.00
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GODREJ INFOTECH AMERICAS INC	Promoter Group	0	0.00
GODREJ INFOTECH LIMITED	Promoter Group	0	0.00
GODREJ UEP (SINGAPORE) PTE. LTD.	Promoter Group	0	0.00
J T DRAGON PTE LTD.	Promoter Group	0	0.00
JNG ENTERPRISE LLP	Promoter Group	0	0.00
PARAKH AGENCIES PRIVATE LIMITED	Promoter Group	0	0.00
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SHAKTI SUSTAINABLE ENERGY FOUNDATION	Promoter Group	0	0.00
GODREJ KOERBER SUPPLY CHAIN LIMITED	Promoter Group	0	0.00
RISHAD KAIKHUSHRU NAOROJI & OTHERS (PARTNERS OF RKN ENTERPRISES)	Promoter Group	0	0.00
GODREJ UEP PRIVATE LIMITED	Promoter Group	0	0.00
INDIA WEAVES	Promoter Group	0	0.00
CYMROZA ART GALLERY	Promoter Group	0	0.00
MINILAND SCHOOL	Promoter Group	0	0.00
GODREJ ENTERPRISES PRIVATE LIMITED	Promoter Group	0	0.00
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