



GODFREY PHILLIPS
— INDIA LIMITED —

Godfrey Phillips India Limited,
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17th October, 2012

1. **The Secretary**
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai – 400 001

Fax No. : 022-22722041/22723719/22722039

2. **The Secretary**
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051

Fax No. : 022-26598237/26598238

Sub : Submission of Shareholding Pattern for the quarter ended 30th September, 2012

Dear Sir,

In pursuance of Clause 35 of the Listing Agreement we are enclosing a copy of the Shareholding Pattern as on 30th September, 2012.

Thanking you,

Yours faithfully,

for **GODFREY PHILLIPS INDIA LIMITED**

 **Sanjay Gupta**
Company Secretary

Encl : As above

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GODFREY PHILLIPS
—INDIA LIMITED—

GODFREY PHILLIPS INDIA LIMITED

SCRIP CODE : 500163

(I) (a) Statement showing Shareholding Pattern as on 30.09.2012

SCRIP CODE : 500163 Name of Scrip : GODFRYPHLP Class of Security : Equity Quarter Ended : 30.09.2012

<u>Partly paid up shares</u>	Number of partly paid up shares	As a % of total number of partly paid up shares	As a % of total number of shares of the Company
Held by Promoter/Promoter group	0	0.00	0.00
Held by Public	0	0.00	0.00
Total D	0	0.00	0.00
<u>Outstanding Convertible Securities</u>	Number of outstanding securities	As a % of total No. of Outstanding Convertible Securities	As a % of total no. of shares of the Company assuming full conversion of Securities
Held by Promoter/Promoter group	0	0.00	0.00
Held by Public	0	0.00	0.00
Total E	0	0.00	0.00
<u>Warrants</u>	Number of warrants	As a % of total no. of warrants	As a % of total no. of shares of the Company assuming full conversion of warrants
Held by Promoter/Promoter group	0	0.00	0.00
Held by Public	0	0.00	0.00
Total F	0	0.00	0.00
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities (Grand Total (A+B+C)+ (D+E+F))	10398784	100.00	100.00





GODFREY PHILLIPS
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Statement Showing Shareholding Pattern

Quarter Ended : 30.09.2012

Table (I) (a)

Category Code	Category of shareholder	No. of shareholders	Total No. of shares	No. of shares held in dematerialised form	Total shareholding as a percentage of total no. of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a Percentage
(A)	Shareholding of Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals/H.U.F (INDIVIDUALS)	2	3388	2300	0.03	0.03	0	0.00
(a)	Individuals/H.U.F (DIRECTORS)	3	1200	800	0.01	0.01	0	0.00
(b)	Central/State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	22	4412978	4412978	42.44	42.44	0	0.00
(d)	Financial Institutions/Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify) (TRUSTS)	9	360276	351276	3.46	3.46	0	0.00
	Sub-Total (A)(1)	36	4777842	4767354	45.95	45.95	0	0.00
(2)	Foreign							
(a)	Non Resident Individuals/ Foreign Nationals	0	0	0	0.00	0	0	0.00
(b)	Bodies Corporate	1	2610095	2610095	25.10	25.10	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A)(2)	1	2610095	2610095	25.10	25.10	0	0.00
	Total holding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	37	7387937	7377449	71.05	71.05	0	0.00
(B)	Public Shareholding ³							
(1)	Institutions							
(a)	Mutual Fund/UTI	6	16086	16011	0.15	0.15	0.00	0.00
(b)	Financial Institutions/Banks	19	13912	7167	0.13	0.13	0.00	0.00
(c)	Central/State Government(s)	2	6000	0	0.06	0.06	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00	0.00	0.00
(f)	Foreign Institutional Investors	27	1481387	1481387	14.25	14.25	0.00	0.00
(g)	Foreign Venture Cap. Inv	0	0	0	0.00	0.00	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	0.00	0.00
	Sub-Total (B)(1)	54	1517385	1504565	14.59	14.59	0.00	0.00
(2)	Non Institutions							
(a)	Bodies Corporate	266	61757	54094	0.59	0.59	0.00	0.00
(b)	Individuals							
	i) Holding nominal share capital upto Rs. 1 lakh	10544	1222702	826911	11.76	11.76	0.00	0.00
	ii) Holding nominal share capital in excess of Rs. 1 lakh.	5	179384	179384	1.73	1.73	0.00	0.00
(c)	Any Other(specify)							
	Other Directors & Relatives	8	8338	4338	0.08	0.08	0.00	0.00
	Overseas Corporate Bodies	0	0	0	0.00	0.00	0.00	0.00
	Non Resident Individuals	109	16565	14032	0.16	0.16	0.00	0.00
	Any Other - Trusts	7	4716	1216	0.05	0.05	0.00	0.00
	Sub-Total (B)(2)	10939	1493462	1079975	14.36	14.36	0.00	0.00
	Total Public shareholding (B)=(B)(1)+(B)(2)	10993	3010847	2584540	28.95	28.95	0.00	0.00
	TOTAL (A)+(B)	11030	10398784	9961989	100.00	100.00	0.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
	Promoter and Promoter Group	0	0	0	0.00	0.00	0.00	0.00
	Public	0	0	0	0.00	0.00	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	11030	10398784	9961989	100.00	100.00	0.00	0.00





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(l) (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

SCRIP CODE : 500163											Quarter ended 30.09.2012	
Sr. No.	Name of the shareholder	Details of Shares held		Shares pledged or otherwise encumbered			Details of Warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital	
		Number of shares held	Shares as a % of total number of shares (i.e. Grand total of (A)+(B)+(C) indicated in statement at para (l)(a) above	Number of shares	As a percentage	As a % of grand total (A)+(B)+(C) of sub clause (l)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class		
DIRECTORS												
1	K K MODI	400	0.00	0	0	0	0	0	0	0	0.00	
2	LALIT KUMAR MODI	400	0.00	0	0	0	0	0	0	0	0.00	
3	SAMIR KUMAR MODI	400	0.00	0	0	0	0	0	0	0	0.00	
		1200	0.01	0	0	0	0	0	0	0	0.01	
INDIVIDUALS												
1	DIVYA MODI	2300	0.02	0	0	0	0	0	0	0	0.02	
2	RITIKA N RUNGTA	1088	0.01	0	0	0	0	0	0	0	0.01	
		3388	0.03	0	0	0	0	0	0	0	0.03	
DOMESTIC COMPANIES												
1	INDO EURO INVESTMENT CO.PVT. LTD	1471782	14.15	0	0	0	0	0	0	0	14.15	
2	K K MODI & INVESTMENT AND FIN.SER.PVT LTD	1168759	11.24	0	0	0	0	0	0	0	11.24	
3	GOOD INVESTMENT (INDIA) LTD	796044	7.66	0	0	0	0	0	0	0	7.66	
4	QUICK INVESTMENT (INDIA) LTD	393360	3.78	0	0	0	0	0	0	0	3.78	
5	SUBHSREE PATROCHEM INDUSTRIAL INV. LTD	127390	1.23	0	0	0	0	0	0	0	1.23	
6	SUPER INVESTMENT INDIA LTD	105452	1.01	0	0	0	0	0	0	0	1.01	
7	RAMRAJ ENTERPRISES LTD	100045	0.96	0	0	0	0	0	0	0	0.96	
8	MODI REACH FINANCE AND INVESTMENT (I) LTD	58000	0.56	0	0	0	0	0	0	0	0.56	
9	MODICARE LTD	39700	0.38	0	0	0	0	0	0	0	0.38	
10	ANJNEY INVESTMENTS AND TRADING CO LTD	34800	0.33	0	0	0	0	0	0	0	0.33	
11	SPICE MOBILES LIMITED	17300	0.17	0	0	0	0	0	0	0	0.17	
12	TOUCHWOOD INVESTMENT PVT LTD	16256	0.16	0	0	0	0	0	0	0	0.16	
13	LONGWELL INVESTMENTS PVT LTD	16000	0.15	0	0	0	0	0	0	0	0.15	
14	SWASTH INVESTMENT PVT LTD	16000	0.15	0	0	0	0	0	0	0	0.15	
15	MOTTO INVESTMENT PVT LTD	15800	0.15	0	0	0	0	0	0	0	0.15	
16	HMA UDYOG PRIVATE LTD	13600	0.13	0	0	0	0	0	0	0	0.13	
17	GEMINI TRADELINKS LIMITED	7500	0.07	0	0	0	0	0	0	0	0.07	
18	CINDRELLA HOLDINGS PRIVATE LIMITED	4200	0.04	0	0	0	0	0	0	0	0.04	
19	CINDRELLA RESOURCES PRIVATE LIMITED	3700	0.04	0	0	0	0	0	0	0	0.04	
20	CINDRELLA DEVELOPMENTS PRIVATE LIMITED	3700	0.04	0	0	0	0	0	0	0	0.04	
21	AARSREE AGRA LIMITED	3500	0.03	0	0	0	0	0	0	0	0.03	
22	UPASANA INVESTMENT PVT LTD	90	0.00	0	0	0	0	0	0	0	0.00	
	Sub total	4412978	42.44	0	0	0	0	0	0	0	42.44	



Sr. No.	Name of the shareholder	Details of Shares held		Shares pledged or otherwise encumbered			Details of Warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	Shares as a % of total number of shares (i.e. (A)+(B)+(C) indicated in statement at para (I)(a) above	Number of shares	As a percentage	As a % of grand total (A)+(B)+(C) of sub clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
TRUSTS											
1	K K MODI & BINA MODI (TRUSTEES - INDOFIL SENIOR EXECUTIVES (OFFICERS)WELFARE TRUST).	77256	0.74	0	0	0	0	0	0	0	0.74
2	K K MODI & BINA MODI (TRUSTEES - INDOFIL JUNIOR EMPLOYEES (FACTORY)WELFARE TRUST).	76000	0.73	0	0	0	0	0	0	0	0.73
3	K K MODI & BINA MODI (TRUSTEES - INDOFIL JR.EMP(OFFICES)Welfare Tr.	61712	0.59	0	0	0	0	0	0	0	0.59
4	K K MODI & BINA MODI (TRUSTEES - INDOFIL SR.EXE.(Factory)Welfare Tr.	61712	0.59	0	0	0	0	0	0	0	0.59
5	K K MODI & BINA MODI (TRUSTEES - INDOFIL SR EXE.(Factory)Benefit Tr.	28272	0.27	0	0	0	0	0	0	0	0.27
6	K K MODI & BINA MODI (TRUSTEES - INDOFIL JUNIOR EMP.(OFFICES) BENEFIT TRUST).	21644	0.21	0	0	0	0	0	0	0	0.21
7	K K MODI TRUSTEE "INDOFIL JR.EMPLOYEES (FACTORY)BENEFIT TRUST" & BINA MODI (Trustee)	20112	0.19	0	0	0	0	0	0	0	0.19
8	KEDARNATH MODI (TRUSTEE) MODI SPG & WVG MILLS CO LTD HEAD OFFICE EMPLOYEES WELFARE TRUST.	9000	0.09	0	0	0	0	0	0	0	0.09
9	K K MODI & BINA MODI (TRUSTEES - INDOFIL SENIOR EXECUTIVES (OFFICES)BENEFIT TRUST).	4568	0.04	0	0	0	0	0	0	0	0.04
	Subtotal	360276	3.46	0	0	0	0	0	0	0	3.46
	Total	4777842	45.95	0	0	0	0	0	0	0	45.95
FOREIGN COMPANIES											
1	PHILIP MORRIS GLOBAL BRANDS INC.	2610095	25.10	0	0	0	0	0	0	0	25.10
	Grand Total	7387937	71.05	0	0	0	0	0	0	0	71.05





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(l) (c) (i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

SCRIP CODE : 500163								Quarter ended 30.09.12	
Sr.No	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e. Grand total of (A)+(B)+(C) indicated in statement at para (l)(a) above	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital	
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class		
1	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF THE JUPITER INDIA FUND	563855	5.42	0	0	0	0	5.42	
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER ASIAN FUND	20000	0.19	0	0	0	0	0.19	
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND	9157	0.09	0	0	0	0	0.09	
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND	5500	0.05	0	0	0	0	0.05	
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER ASIA PACIFIC	9000	0.09	0	0	0	0	0.09	
	JUPITER SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	216145	2.08					2.08	
		823657	7.92					7.92	
2	MAVI INVESTMENT FUND LTD.	268555	2.58	0	0	0	0	2.58	
TOTAL		1092212	10.50	0	0	0	0	10.50	

(l) (c) (ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

SCRIP CODE : 500163								Quarter ended 30.09.12	
Sr.No	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e. Grand total of (A)+(B)+(C) indicated in statement at para (l)(a) above	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital	
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class		
1	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF THE JUPITER INDIA FUND	563855	5.42	0	0	0	0	5.42	
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER ASIAN FUND	20000	0.19	0	0	0	0	0.19	
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND	9157	0.09	0	0	0	0	0.09	
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND	5500	0.05	0	0	0	0	0.05	
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER ASIA PACIFIC	9000	0.09	0	0	0	0	0.09	
	JUPITER SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	216145	2.08					2.08	
		823657	7.92					7.92	
TOTAL		823657	7.92	0	0	0	0	7.92	





GODFREY PHILLIPS
—INDIA LIMITED—

Quarter ended 30.09.12

(1) (d) Statement showing details of locked in shares				
Sr. No.	Name of shareholder	*Category of Shareholders (Promoter/Public)	No. of locked-in shares	Locked-in shares as percentage of total no. of shares {i.e. Grand Total(A)+(B)+C} indicated in statement at para(1)(a) above}
1	NA		0	0.00
	TOTAL		0	0.00

(II) (a) Statement showing details of Depository Receipts (DRs)				
Sr. No.	Type of outstanding DR(ADRs, GDRs, SDRs, etc)	No. of shares	No. of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total no. of shares {i.e. Grand Total (A)+(B)+C} indicated in Statement at para (1)(a)above}
1	NA	0	0	0.00
	TOTAL	0	0	0.00

Statement showing holding of Depository Receipts (DRs) where underlying shares held by (II) (b) 'promoter/promoter group' are in excess of 1% of the total no.of shares				
Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	No. of shares underlying outstanding DRs.	Shares underlying outstanding DRs as a percentage of total no. of shares {i.e. Grand Total (A)+(B)+C} indicated in Statement at para (1)(a)above}
1	NA		0	0.00
	TOTAL		0	0.00





GODFREY PHILLIPS
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(III) (a)	<p>Statement showing the voting pattern of shareholders, if more than one class of shares /securities is issued by the issuer.</p> <p>Class X : EQUITY Class Y : NIL Class Z: NIL</p> <p style="text-align: center;">(description of voting rights for each class of security)</p>	Quarter Ended : 30.09.2012
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Category Code	Category of shareholder	Number of voting Rights held in each class of securities			Total Voting Rights	Total Voting rights i.e. (VI)	
		CLASS X	CLASS Y	CLASS Z	(III+IV+V)	As a percentage of (A+B)	As a percentage of (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)
(A)	Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals/Hindu Undivided Family	3388	0	0	3388	0.03	0.03
(a)	Individuals/Hindu Undivided Family (Directors)	1200	0	0	1200	0.01	0.01
(b)	Central/State Government(s)	0	0	0	0	0.00	0.00
(c)	Bodies Corporate	4412978	0	0	4412978	42.44	42.44
(d)	Financial Institutions/Banks	0	0	0	0	0.00	0.00
(e)	Any Other (specify)Trusts	360276	0	0	360276	3.46	3.46
	Sub-Total (A) (1)	4777842	0	0	4777842	45.95	45.95
(2)	Foreign						
(a)	Individuals (Non Resident/Foreign)	0	0	0	0	0.00	0.00
(b)	Bodies Corporate	2610095	0	0	2610095	25.10	25.10
(c)	Institutions	0	0	0	0	0.00	0.00
(d)	Any Other (specify)	0	0	0	0	0.00	0.00
	Sub-Total (A)(2)	2610095	0	0	2610095	25.10	25.10
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1) + (A)(2)	7387937	0	0	7387937	71.05	71.05
(B)	Public Shareholding						
(1)	Institutions						
(a)	Mutual Funds/UTI	16086	0	0	16086	0.15	0.15
(b)	Financial Institutions/Banks	13912	0	0	13912	0.13	0.13
(c)	Central/State Government(s)	6000	0	0	6000	0.06	0.06
(d)	Venture Capital Funds	0	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	1481387	0	0	1481387	14.25	14.25
(g)	Foreign Venture Capital Investors	0	0	0	0	0.00	0.00
(h)	Any Other (specify)	0	0	0	0	0.00	0.00
	Sub-Total (B) (1)	1517385	0	0	1517385	14.59	14.59
(2)	Non Institutions						
(a)	Bodies Corporate	61757	0	0	61757	0.59	0.59
(b)	Individuals						
	i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	1222702	0	0	1222702	11.76	11.76
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	179384	0	0	179384	1.73	1.73
(c)	Any Other (specify)						
	Other Directors & Relatives	8338	0	0	8338	0.08	0.08
	Non Resident Individuals	16565	0	0	16565	0.16	0.16
	Any Other - Trusts	4716	0	0	4716	0.05	0.05
	Sub-Total (B) (2)	1493462	0	0	1493462	14.36	14.36
	Total Public Shareholding (B)=(B)(1)+(B)(2)	3010847	0	0	3010847	28.95	28.95
	TOTAL (A) + (B)	10398784	0	0	10398784	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	10398784	0	0	10398784	100.00	100.00

