



GODFREY PHILLIPS
—INDIA LIMITED—

Godfrey Phillips India Limited,
49 Community Centre,
Friends Colony, New Delhi-110 025
Tel: +91 11 2683 2155, 2683 6468
Fax: +91 11 2684 0775, 2683 5803
www.godfreyphillips.com

18th July, 2012

1. **The Secretary**
The Stock Exchange, Mumbai
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 June, 2012

Dear Sir,

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

Thanking you,

Yours faithfully,

for **GODFREY PHILLIPS INDIA LIMITED**


Sanjay Gupta
Company Secretary

Encl : As above

GODFREY PHILLIPS
white
we honour the importance of tobacco etiquette

GODFREY PHILLIPS
BRAVERY
HONOURING THE BRAVE SINCE 1990

GODFREY PHILLIPS SOCIAL INITIATIVES

www.godfreyphillipswhite.com
www.godfreyphillipsbravery.com



GODFREY PHILLIPS
—INDIA LIMITED—

GODFREY PHILLIPS INDIA LIMITED			
SCRIP CODE : 500163			
(I) (a) Statement showing Shareholding Pattern as on 30.06.2012			
SCRIP CODE : 500163 Name of Scrip : GODFRYPHLP Class of Security : Equity Quarter Ended : 30.06.2012			
Partly paid up shares	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
Outstanding Convertible Securities	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
Warrants	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



Statement Showing Shareholding Pattern

Quarter Ended : 30.06.2012

Table (f) (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							
(1)	Institutions							
	(a) Mutual Fund/UTI	7	20286	20211	0.20	0.20	0.00	0.00
	(b) Financial Institutions/Banks	18	9203	2458	0.09	0.09	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	26	1465842	1465742	14.10	14.10	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)	53	1501331	1488411	14.44	14.44	0.00	0.00
(2)	Non Institutions							
	(a) Bodies Corporate	261	64576	56913	0.62	0.62	0.00	0.00
	(b) Individuals							
	i) Holding nominal share capital upto Rs. 1 lakh	10586	1235552	832832	11.88	11.88	0.00	0.00
	ii) Holding nominal share capital in excess of Rs. 1 lakh.	5	179884	179884	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	110	16450	13437	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)	10977	1509516	1088620	14.52	14.52	0.00	0.00
	Total Public shareholding (B)=(B)(1)+(B)(2)	11030	3010847	2577031	28.95	28.95	0.00	0.00
	TOTAL (A)+(B)	11067	10398784	9954480	100.00	100.00	0.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							



GODFREY PHILLIPS
—INDIA LIMITED—

(I) (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 30.06.2012
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 (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	
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



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 (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



W



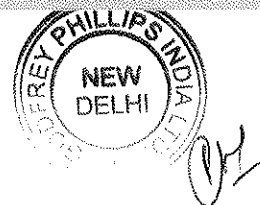
GODFREY PHILLIPS
INDIA LIMITED

(I) (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 30.06.12						
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 (I)(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	600000	5.77	0	0	0	0	5.77
	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 SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	228000	2.19	0	0	0	0	2.19
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER ASIA PACIFIC	9000	0.09	0	0	0	0	0.09
		871657	8.38	0	0	0	0	8.38
2	MAVI INVESTMENT FUND LTD.	268555	2.58	0	0	0	0	2.58
TOTAL		1140212	10.96	0	0	0	0	10.96

(I) (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 30.06.12						
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 (I)(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	600000	5.77	0	0	0	0	5.77
	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 SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	228000	2.19	0	0	0	0	2.19
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER ASIA PACIFIC	9000	0.09	0	0	0	0	0.09
		871657	8.38	0	0	0	0	8.38
TOTAL		871657	8.38	0	0	0	0	8.38





GODFREY PHILLIPS
—INDIA LIMITED—

Quarter ended 30.06.12

(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 '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
— INDIA LIMITED —

0.0

(III) (a)	Statement showing the voting pattern of shareholders, if more than one class of shares /securities is issued by the issuer.	
	Class X : EQUITY Class Y : NIL Class Z : NIL	(description of voting rights for each class of security)
		Quarter Ended : 30.06.2012

Category Code	Category of shareholder	Number of voting Rights held in each class of securities			Total Voting Rights (III+IV+V)	Total Voting rights i.e. (VI)	
		CLASS X	CLASS Y	CLASS Z		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	20286	0	0	20286	0.20	0.20
(b)	Financial Institutions/Banks	9203	0	0	9203	0.09	0.09
(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	1465842	0	0	1465842	14.10	14.10
(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)	1501331	0	0	1501331	14.44	14.44
(2)	Non Institutions						
(a)	Bodies Corporate	64576	0	0	64576	0.62	0.62
(b)	Individuals						
	i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	1235552	0	0	1235552	11.88	11.88
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	179884	0	0	179884	1.73	1.73
(c)	Any Other (specify)						
	Other Directors & Relatives	8338	0	0	8338	0.08	0.08
	Non Resident Individuals	16450	0	0	16450	0.16	0.16
	Any Other - Trusts	4716	0	0	4716	0.05	0.05
	Sub-Total (B) (2)	1509516	0	0	1509516	14.52	14.52
	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						

