

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: January 28, 2026

To,
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai – 400 001

Ref.: BSE Scrip Code No. “500164”

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai-400 051

Ref.: “GODREJIND”
Debt Segment NSE

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”) - Update on further acquisition of Equity Shares of Godrej Investment Limited and Divestment & Transfer of entire Equity Stake of Godrej Capital Limited

Ref: Outcome of the Board Meeting dated August 13, 2025, Postal Ballot Voting Results dated September 29, 2025, and Intimation dated January 6, 2026

Dear Sir / Madam,

Further to the Outcome of the Board Meeting of Godrej Industries Limited (“GIL / the Company / we”) submitted on August 13, 2025, the voting results of the Postal Ballot submitted on September 29, 2025, and the intimation dated January 6, 2026, informing about incorporation of Godrej Investment Limited, as a wholly owned subsidiary of the Company (“GINVL”), the Company has made further investment in GINVL as per the details enclosed herewith. We would also like to inform you that the Company has completed the divestment and transfer of its entire Equity Stake held in Godrej Capital Limited, Subsidiary Company (“GCL”), to Godrej Investment Limited on January 28, 2026.

Consequent to the aforesaid transactions, with effect from January 28, 2026, Godrej Capital Limited ceased to be a direct subsidiary (Material Unlisted Subsidiary) of the Company and has become a step-down subsidiary of the Company with Godrej Investment Limited, being the immediate holding Company of GCL. Godrej Investment Limited continues to be a wholly owned subsidiary of the Company.

The relevant details pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular SEBI/HO/CFD/CFDPoD-2/CIR/P/2024/185 dated December 31, 2024, are enclosed herewith as **Annexure-A and Annexure- B**.



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We request you to take the above on your record.

Thanking you,

Yours faithfully,

For Godrej Industries Limited

Anupama Kamble
Company Secretary & Compliance Officer
(FCS 12730)

Encl.: A/a



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Annexure A

Details of Acquisition - Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable SEBI Circulars

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	<p>Name: Godrej Investment Limited, a Wholly Owned Subsidiary of the Company (“GINVL”).</p> <p>Date of incorporation: January 5, 2026</p> <p>Size / Turnover: Not Applicable, as the Company is yet to commence business operations.</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”	The transaction is with a related party. Godrej Investment Limited is a wholly owned subsidiary of GIL. The transaction is at arm's length.
3	Industry to which the entity being acquired belongs	Financial Services Business
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Godrej Investment Limited will carry on the business of financial services. Godrej Investment Limited is the holding Company of Godrej Capital Limited.
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition;	The Company acquired shares on January 28, 2026.
7	Consideration whether cash consideration or share swap or any other form and details of the same;	Cash Consideration



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Sr. No.	Particulars	Details
8	Cost of acquisition and/or the price at which the shares are acquired	The total consideration paid for the acquisition of GINVL is ₹3,862,69,28,016/- (Rupees Three Thousand Eight Hundred Sixty-Two Crore Sixty-Nine Lakh Twenty-Eight Thousand and Sixteen Only).
9	Percentage of shareholding / control acquired and / or number of shares acquired	Godrej Investment Limited is a wholly owned subsidiary of the Company. GIL has further acquired 3,89,775 (Three Lakh Eighty-Nine Thousand Seven Hundred and Seventy-Five) fully paid-up Equity Shares of face value of ₹10/- (Rupees Ten Only) each by way of rights issue done by Godrej Investment Limited and GIL has fully subscribed to it.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Godrej Investment Limited was incorporated on January 5, 2026, as a Wholly Owned Subsidiary of Godrej Industries Limited. History/Turnover: Not Applicable Country of Incorporation: India



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Annexure B

Details of Divestment - Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable SEBI Circulars

Sr. No.	Particulars	Details									
1	Name of Company which shall cease to be subsidiary.	Godrej Capital Limited, Subsidiary Company ("GCL"), is a Non-Banking Finance Company – Core Investment Company (NBFC-CIC) (exempt from registration).									
2	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p>Godrej Capital Limited was incorporated on September 6, 2019. The details of the turnover and net worth contributed by GCL on consolidated level during the Financial Year ended March 31, 2025, are as follows:</p> <table border="1"> <thead> <tr> <th>Particulars</th><th>Amount (in Crore)</th><th>% Contribution</th></tr> </thead> <tbody> <tr> <td>Turnover/ Revenue/ Income</td><td>1,553.80</td><td>7.90%</td></tr> <tr> <td>Net Worth</td><td>3,321.07</td><td>32.71%</td></tr> </tbody> </table>	Particulars	Amount (in Crore)	% Contribution	Turnover/ Revenue/ Income	1,553.80	7.90%	Net Worth	3,321.07	32.71%
Particulars	Amount (in Crore)	% Contribution									
Turnover/ Revenue/ Income	1,553.80	7.90%									
Net Worth	3,321.07	32.71%									
3	Date on which the agreement for sale has been entered into	The Company transferred the Equity Shares held in Godrej Capital Limited to Godrej Investment Limited, its wholly owned subsidiary on January 28, 2026.									
4	The expected date of completion of sale/disposal	The Company transferred the Equity Shares held in Godrej Capital Limited to Godrej Investment Limited, its wholly owned subsidiary on January 28, 2026.									
5	consideration received from such sale/disposal	₹3,862,69,28,016/- (Rupees Three Thousand Eight Hundred Sixty-Two Crore Sixty-Nine Lakh Twenty-Eight Thousand and Sixteen Only).									



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Sr. No.	Particulars	Details
6	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	The transfer of 91.11% of Equity Stake in GCL held by the Company to Godrej Investment Limited (“GINVL”), a wholly owned subsidiary of the Company, is a transaction between related parties. Hence, pursuant to the acquisition of Godrej Capital Limited by Godrej Investment Limited, Godrej Capital Limited has ceased to be a direct subsidiary (material unlisted) of the Company and has become step down subsidiary of the Company with Godrej Investment Limited being the intermediary holding parent company of GCL.
7	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length	Yes, the transaction falls within the ambit of related party transactions and is at Arm’s Length basis. The Company has carried out the aforesaid transaction by obtaining the necessary approvals in accordance with the provisions of applicable laws.
8	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	The transaction is not in accordance with any Scheme of Arrangement. Thus, compliance with Regulation 37A is not applicable.
9	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	Not Applicable

