



GODFREY PHILLIPS
—INDIA LIMITED—

Godfrey Phillips House,
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

16th April, 2013

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 31st March, 2013

Dear Sir,

In pursuance of Clause 35 of the Listing Agreement, we are enclosing a copy of the Shareholding Pattern as on 31st March, 2013.

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

GODFREY PHILLIPS SOCIAL INITIATIVES



GODFREY PHILLIPS
—INDIA LIMITED—

GODFREY PHILLIPS INDIA LIMITED

SCRIP CODE : 500163

(I) (a) Statement showing Shareholding Pattern as on 31.03.2013

SCRIP CODE : 500163 Name of Scrip : GODFRYPHLP Class of Security : Equity Quarter Ended : 31.03.2013

<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
—INDIA LIMITED—

Statement Showing Shareholding Pattern

Quarter Ended : 31.03.2013

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	1200	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	4767754	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	7377849	71.05	71.05	0	0.00
(B)	Public Shareholding ³							
(1)	Institutions							
(a)	Mutual Fund/UTI	7	19414	19339	0.19	0.19	0.00	0.00
(b)	Financial Institutions/Banks	17	9328	2733	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	29	1532061	1531961	14.73	14.73	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)	55	1566803	1554033	15.07	15.07	0.00	0.00
(2)	Non Institutions							
(a)	Bodies Corporate	233	55617	47954	0.53	0.53	0.00	0.00
(b)	Individuals							
	i) Holding nominal share capital upto Rs. 1 lakh	10390	1191020	808516	11.45	11.45	0.00	0.00
	ii) Holding nominal share capital in excess of Rs. 1 lakh.	4	168188	168188	1.62	1.62	0.00	0.00
(c)	Any Other(specify)							
	Other Directors & Relatives	8	8338	8338	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	106	16193	13408	0.16	0.16	0.00	0.00
	Any Other - Trusts	6	4688	1188	0.05	0.05	0.00	0.00
	Sub-Total (B)(2)	10747	1444044	1047592	13.89	13.89	0.00	0.00
	Total Public shareholding (B)=(B)(1)+(B)(2)	10802	3010847	2601625	28.95	28.95	0.00	0.00
	TOTAL (A)+(B)	10839	10398784	9979474	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)	10839	10398784	9979474	100.00	100.00	0.00	0.00





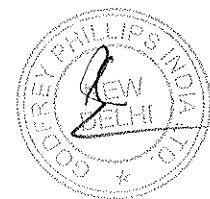
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(f) (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

SCRIP CODE : 500163											Quarter ended 31.03.2013	
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 (f)(a) above	Number of shares	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (f)(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 INVESTMENTS (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 INVESTMENT 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. 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	
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





GODFREY PHILLIPS
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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 31.03.13						
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	532616	5.12	0	0	0	0	5.12
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER ASIAN FUND	30000	0.29	0	0	0	0	0.29
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND	10000	0.10	0	0	0	0	0.10
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND	14000	0.13	0	0	0	0	0.13
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER ASIA PACIFIC	17500	0.17	0	0	0	0	0.17
	JUPITER SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	300000	2.88	0	0	0	0	2.88
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER GLOBAL EQUITIES	4000	0.04	0	0	0	0	0.04
		908116	8.73	0	0	0	0	8.73
2	MAVI INVESTMENT FUND LTD.	268555	2.58	0	0	0	0	2.58
TOTAL		1176671	11.32	0	0	0	0	11.32

(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 31.03.13						
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	532616	5.12	0	0	0	0	5.12
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER ASIAN FUND	30000	0.29	0	0	0	0	0.29
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL EMERGING MARKETS FUND	10000	0.10	0	0	0	0	0.10
	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF JUPITER GLOBAL MANAGED FUND	14000	0.13	0	0	0	0	0.13
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER ASIA PACIFIC	17500	0.17	0	0	0	0	0.17
	JUPITER SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	300000	2.88	0	0	0	0	2.88
	JUPITER ASSET MANAGEMENT LIMITED A/C THE JUPITER GLOBAL FUND - JUPITER GLOBAL EQUITIES	4000	0.04	0	0	0	0	0.04
		908116	8.73	0	0	0	0	8.73
TOTAL		908116	8.73	0	0	0	0	8.73





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Quarter ended 31.03.13

(1) (d) Statement showing details of locked in shares

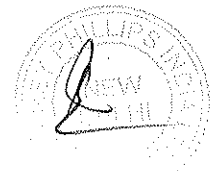
Sr. No.	Name of shareholder	*Category of Shareholders (Promoter/Public)	No. of locked-in shares	Locked-in shares as percentage of total no. of shares {i.e. Grand Total(A)+(B)+C} indicated in statement at para(1)(a) above}
1	NA		0	0.00
	TOTAL		0	0.00

(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

(II) (b) 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





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(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 : 31.03.2013		
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	19414	0	0	19414	0.19	0.19
(b)	Financial Institutions/Banks	9328	0	0	9328	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	1532061	0	0	1532061	14.73	14.73
(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)	1566803	0	0	1566803	15.07	15.07
(2)	Non Institutions						
(a)	Bodies Corporate	55617	0	0	55617	0.53	0.53
(b)	Individuals						
	i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	1191020	0	0	1191020	11.45	11.45
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	168188	0	0	168188	1.62	1.62
(c)	Any Other (specify)						
	Other Directors & Relatives	8338	0	0	8338	0.08	0.08
	Non Resident Individuals	16193	0	0	16193	0.16	0.16
	Any Other - Trusts	4688	0	0	4688	0.05	0.05
	Sub-Total (B) (2)	1444044	0	0	1444044	13.89	13.89
	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

