Godrej Properties Ltd.

Godrej One, 5th Floor,
Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai- 400 079. India
Tel.: +91-22-6169-8500
Fax: +91-22-6169-8888
Website: www.godrejproperties.com

CIN: L74120MH1985PLC035308

August 25, 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

Ref: **Godrej Properties Limited**
BSE - Scrip Code: 533150, Scrip ID - GODREJPROP
BSE - Security Code - 974951, 975090, 975091, 975856, 975857, 976000 - Debt Segment
NSE - GODREJPROP

Sub: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Dear Sir/Madam,

Pursuant to the Regulation 30 read with Schedule III of the Listing Regulations, we wish to inform you that the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), has vide its order dated August 25, 2026 ("NCLT Order"), approved the selective reduction of equity share capital of Godrej Redevelopers (Mumbai) Private Limited ("GRMPL"), a step-down subsidiary of the Company, held through its wholly owned subsidiary, Godrej Projects Development Limited ("GPDL"), by cancelling and extinguishing 47.32% equity stake held by Shubh Properties Coöperatief U.A., without consideration.

The certified copy of the order for approval of reduction of capital by the NCLT is awaited. Further, GRMPL will also take the necessary steps to give effect to the said order, including filing of the Order of the NCLT with the Registrar of Companies ('RoC'), within the prescribed timelines.

Upon filing of the certified copy of the said order of capital reduction with the RoC, the equity share capital of GRMPL would stand reduced to 29,508 (Twenty-Nine Thousand Five Hundred and Eight) equity shares of Rs. 10 each, amounting to Rs. 2,95,080 (Indian Rupees Two Lakh Ninety-Five Thousand and Eighty), as mentioned above and accordingly, the shareholding of GPDL in GRMPL, basis the overall paid-up share capital, would increase from 51% to 96.81%.

The requisite information pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are enclosed as **Annexure A** herewith.

Thanking you,

For Godrej Properties Limited

ASHISH SUDHAKAR KARYEKAR
Digitally signed by ASHISH SUDHAKAR KARYEKAR
Date: 2026.08.25 18:51:59 +05'30'

Ashish Karyekar
Company Secretary

GODREJ PROPERTIES

Godrej

ANNEXURE A

Details of Indirect Acquisition occurring pursuant to the abovementioned reduction of share capital

Sr. No.	Details of Events that need to be provided	Information of such Event(s)
1.	Name of the Target Entity	Godrej Redevelopers (Mumbai) Private Limited (“GRMPL”)
2.	Details in brief such as size, turnover, etc.	GRMPL has paid up equity share capital of 56,014 equity shares of Rs. 10 each, amounting to Rs. 5,60,140 (Rupees Five Lakh Sixty Thousand One Hundred and Forty). The turnover of GRMPL as per audited financial statements for the financial year 2025-26 was NIL.
3.	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 “arm’s length”	The transaction involves selective reduction of equity share capital of GRMPL held by Shubh Properties Coöperatief U.A without any consideration as approved by the shareholders of GRMPL and as approved by the NCLT vide its order dated August 25, 2026. Godrej Properties Limited (‘GPL’) is not directly involved in the reduction of capital of GRMPL.
4.	Industry to which the entity being acquired belongs	GRMPL is engaged in the business of real estate development and other related activities.
5.	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)	The transaction is occurring pursuant to selective reduction of equity share capital of GRMPL held by Shubh Properties Coöperatief U.A without any consideration as approved by the shareholders of GRMPL and as approved by the NCLT vide its order dated August 25, 2026. Godrej Properties Limited (‘GPL’) is not directly involved in the reduction of capital of GRMPL.
6.	Brief details of any governmental or regulatory approvals required for the acquisition	Reduction of share capital is approved by the Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT”).
7.	Indicative time period for completion of the acquisition	GRMPL is required to file a certified copy of the NCLT Order dated August 25, 2026 with the Registrar of Companies (“ROC”) within 30 days of receipt of certified copy of the Order. Reduction of share capital would take effect upon filing of the Certified Copy of the Order of the NCLT with the RoC.
8.	Nature of consideration – whether Cash consideration or share swap or any other form and details of the same	GRMPL has undertaken a selective reduction of share capital by cancelling and extinguishing 26,506 equity shares of Rs. 10 each held by Shubh Properties Coöperatief U.A., without any consideration, as approved by the shareholders of GRMPL and as approved by the NCLT.
9.	Cost of acquisition and/or the price at which the shares are acquired	Not applicable

Sr. No.	Details of Events that need to be provided	Information of such Event(s)
10.	Percentage of Shareholding/ Control Acquired/ No. of Shares Acquired	Pursuant to the reduction of share capital, shareholding of Godrej Projects Development Limited ("GPDL") in GRMPL, would increase from 51% to 96.81%.
11.	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)	GRMPL is a private limited company incorporated under the provisions of the Companies Act, 1956 on February 8, 2013. It is a step-down subsidiary of the Company as it is held through GPDL a wholly owned subsidiary of the Company. GRMPL has operations only in India and is engaged in real estate development and related activities. The turnover of GRMPL during the preceding three financial years is as follows: **Particulars** / **FY 2025-26** / **FY 2024-25** / **FY 2023-24** Revenue from operations (In Crore) / - / - / 0.28

Particulars	FY 2025-26	FY 2024-25	FY 2023-24
Revenue from operations (In Crore)	-	-	0.28