

GODFREY PHILLIPS (INDIA) LTD.
DISTRIBUTION OF SHAREHOLDING FOR THE QUARTER ENDING 30/09/2004

| | CATEGORY | NO. OF SHARES HELD | PERCENTAGE OF SHAREHOLDING |
|----------|--|--------------------|----------------------------|
| A | PROMOTER'S HOLDINGS | | |
| 1 | PROMOTERS | | |
| | INDIAN PROMOTERS | | |
| | PROMOTERS (DIRECTORS) | 1200 | 0.012 |
| | PROMOTERS (OTHERS) | 3831889 | 36.849 |
| | FOREIGN PROMOTERS | 3736704 | 35.934 |
| 2 | PERSON'S ACTING IN CONCERT | NIL | NIL |
| | SUB TOTAL | 7569793 | 72.795 |
| B | NON-PROMOTERS HOLDINGS | | |
| 3 | INSTITUTIONAL INVESTORS | | |
| a | MUTUAL FUNDS & UTI | 225 | 0.002 |
| b | BANKS/FINANCIAL INSTITUTIONS/INSURANCE COMPANIES/CENTRAL/STATE GOVT. COMPANIES | 47938 | 0.461 |
| c | FII'S | 434644 | 4.180 |
| | SUB TOTAL | 482807 | 4.643 |
| 4 | OTHERS | | |
| a | PRIVATE CORPORATE BODIES | 215673 | 2.074 |
| b | INDIAN PUBLIC | 2057429 | 19.785 |
| c | NRI'S & OCB'S | 64492 | 0.620 |
| d | ANY OTHER | | |
| | DIRECTOR'S & RELATIVES* | 8590 | 0.083 |
| | SUB TOTAL | 2346184 | 22.562 |
| | GRAND TOTAL | 10398784 | 100.000 |

* These Directors are Non-Promoter directors of the Company. Therefore, they are included in the 'Any other' category.

1. Total Foreign Holding

| | |
|----------------------------|----------------|
| No. of shares | 4235840 |
| Percentage of shareholding | 40.734 |

GODFREY PHILLIPS INDIA LIMITED
FOREIGN HOLDINGS AS ON 30/09/2004

| SR# | CATEGORY | NO OF SHARES | % TO CAPITAL |
|-----|-------------------|----------------|---------------|
| 1 | FOREIGN PROMOTERS | 3736704 | 35.934 |
| 2 | FII'S | 434644 | 4.180 |
| 3 | NRI'S/OCB'S | 64492 | 0.620 |
| | TOTAL | 4235840 | 40.734 |

GODFREY PHILLIPS INDIA LIMITED
LIST OF PERSONS HOLDING MORE THAN 1% SHARES AS ON 30/09/2004

| SR. NO. | NAME OF THE SHAREHOLDER | NO OF SHARES | PERCENTAGE | STATUS |
|---------|---|--------------|------------|------------------|
| 1 | PHILIP MORRIS INTERNATIONAL FINANCE CORPORATION & ITS NOMINEES* | 3736704 | 35.934 | FOREIGN PROMOTER |
| 2 | INDO EURO INVESTMENT COMPANY PRIVATE LIMITED | 1454382 | 13.986 | INDIAN PROMOTER |
| 3 | GOOD INVESTMENT (INDIA) LTD | 611044 | 5.876 | INDIAN PROMOTER |
| 4 | QUICK INVESTMENT (INDIA) LTD | 393360 | 3.783 | INDIAN PROMOTER |
| 5 | SPIN INVESTMENT (INDIA) LTD | 369400 | 3.552 | INDIAN PROMOTER |
| 6 | THE INDIA MAN FUND (MAURITIUS) LTD | 154050 | 1.481 | FII'S |
| 7 | SUBHSREE PATROCHEM INDUSTRIAL INVESTMENT LIMITED | 127390 | 1.225 | INDIAN PROMOTER |
| 8 | BNP PARIBAS SOUTH ASIA INVESTMENT COMPANY LTD | 119615 | 1.150 | FII'S |
| 9 | CLSA MERCHANT BANKERS LTD A/C CALYON | 114449 | 1.101 | FII'S |
| 10 | SUPER INVESTMENT INDIA LIMITED | 105452 | 1.014 | INDIAN PROMOTER |

* 3600 shares held by the Nominees of Philip Morris International Finance Corporation have been transferred in the name of the Corporation during the quarter 1st July-30th September, 2004.