

This is an abridged prospectus containing salient features of the Red Herring Prospectus dated September 22, 2017 (the “RHP”).
You are encouraged to read greater details available in the RHP.

THIS DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Please ensure that you have read the RHP, this abridged prospectus and the General Information Document for investing in public offers (“GID”) undertaken through the Book Building Process before applying in the Issue (as defined below). You may obtain a physical copy of the Bid-cum-Application Form and the RHP from Stock Exchanges (as defined below), members of the Syndicate, Registered Brokers, Collecting Depository Participants (“CDPs”), Registrar and Share Transfer Agents (“RTAs”), Registrar to the Issue, Underwriters, Investors’ Associations or Self Certified Syndicate Banks (“SCSBs”). You may also download the RHP from the websites of the Securities and Exchange Board of India (“SEBI”), National Stock Exchange of India Limited (“NSE”) or the “Designated Stock Exchange” and BSE Limited (“BSE”) (collectively, “Stock Exchanges”) where the Equity Shares are proposed to be listed and the Book Running Lead Managers (“BRLMs”) i.e. www.sebi.gov.in; www.nseindia.com; www.bseindia.com; www.investmentbank.kotak.com; www.axiscapital.co.in and www.credit-suisse.com/in/en/investment-banking/regional-presence/asia-pacific/india/ipo.html. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.



GODREJ AGROVET LIMITED

Registered and Corporate Office: Godrej One, 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079

Contact Person: Vivek Raizada, Company Secretary and Compliance Officer; **Tel:** (91 22) 2519 4416; **Fax:** (91 22) 2519 5124

E-mail: gavinvestors@godrejagrovet.com; **Website:** www.godrejagrovet.com; **Corporate Identity Number:** U15410MH1991PLC135359

PROMOTERS OF OUR COMPANY: GODREJ INDUSTRIES LIMITED, NADIR B. GODREJ AND ADI B. GODREJ

PUBLIC ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹10 EACH (“EQUITY SHARES”) OF GODREJ AGROVET LIMITED (OUR “COMPANY”) FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) AGGREGATING UP TO ₹ [●] MILLION (THE “ISSUE”) COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹2,915.12 MILLION BY OUR COMPANY (“FRESH ISSUE”) AND AN ISSUE FOR SALE OF UP TO [●] EQUITY SHARES BY GODREJ INDUSTRIES LIMITED (“PROMOTER SELLING SHAREHOLDER”) AGGREGATING UP TO ₹3,000 MILLION AND UP TO 12,300,000 EQUITY SHARES BY V-SCIENCES INVESTMENTS PTE LTD (“V-SCIENCES” OR “INVESTOR SELLING SHAREHOLDER”) (“V-SCIENCES’ OFFERED SHARES”) AGGREGATING UP TO [●] MILLION (THE PROMOTER SELLING SHAREHOLDER AND THE INVESTOR SELLING SHAREHOLDER ARE COLLECTIVELY REFERRED TO AS, THE “SELLING SHAREHOLDERS” AND SUCH EQUITY SHARES OFFERED BY THE PROMOTER SELLING SHAREHOLDER AND THE V-SCIENCES’ OFFERED SHARES, COLLECTIVELY THE “OFFERED SHARES”) (“OFFER FOR SALE”). THE ISSUE WOULD INCLUDE A RESERVATION OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹200 MILLION FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED IN “DEFINITIONS AND ABBREVIATIONS”). FURTHER, OUR COMPANY PROPOSES TO ISSUE UP TO 405,500 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION TO IDENTIFIED EMPLOYEES OF OUR COMPANY UNDER THE ESPS (AS DEFINED IN “DEFINITIONS AND ABBREVIATIONS”) AS PART OF THE ISSUE AND AT ISSUE PRICE. THE NET ISSUE WOULD CONSTITUTE [●]% OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL (AFTER CONSIDERING ALLOTMENT TO THE IDENTIFIED EMPLOYEES OF OUR COMPANY UNDER THE ESPS). OUR COMPANY HAS, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS (“BRLMS”), UNDERTAKEN A PRIVATE PLACEMENT OF 192,901 EQUITY SHARES FOR CASH CONSIDERATION AGGREGATING TO ₹84.88 MILLION (“PRE-IPO PLACEMENT”). THE SIZE OF THE FRESH ISSUE AS DISCLOSED IN THE DRAFT RED HERRING PROSPECTUS DATED JULY 18, 2017, BEING ₹3,000 MILLION, HAS BEEN REDUCED TO ₹2,915.12 MILLION ACCORDINGLY.

THE FACE VALUE OF EQUITY SHARES IS ₹10 EACH. THE PRICE BAND WILL BE DECIDED BY OUR COMPANY BY SEEKING AND ENSURING ALIGNMENT WITH THE SELLING SHAREHOLDERS, IN CONSULTATION WITH THE BRLMS, IN THE MANNER AS AGREED UPON IN THE ISSUE AGREEMENT. THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLMS AND WILL BE ADVERTISED IN ALL EDITIONS OF THE FINANCIAL EXPRESS, ALL EDITIONS OF JANSATTA, AND MUMBAI EDITION OF NAVSHAKTI (WHICH ARE WIDELY CIRCULATED ENGLISH, HINDI AND MARATHI NEWSPAPERS RESPECTIVELY, MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE OUR REGISTERED OFFICE IS LOCATED) AT LEAST FIVE WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED (“BSE”) AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“NSE”), AND TOGETHER WITH BSE, THE “STOCK EXCHANGES”) FOR THE PURPOSE OF UPLOADING ON THEIR WEBSITES.

PROCEDURE:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the GID from the download it from the websites of the NSE and BSE at www.nseindia.com and www.bseindia.com and the BRLMs at www.investmentbank.kotak.com; www.axiscapital.co.in and www.credit-suisse.com/in/en/investment-banking/regional-presence/asia-pacific/india/ipo.html.

ELIGIBILITY FOR THE ISSUE – REGULATION 26(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 (“SEBI REGULATIONS 2009”)

Whether the Company is compulsorily required to allot at least 75% of the net Issue to Qualified Institutional Buyers – No

INDICATIVE TIMELINE

Bid/Issue Opening Date	October 4, 2017	Initiation of refunds (if any, for Anchor Investors)/ unblocking of funds from ASBA Account	On or about October 13, 2017
Bid/Issue Closing Date	October 6, 2017	Credit of Equity Shares to demat accounts of Allottees	On or about October 13, 2017
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about October 12, 2017	Commencement of trading of the Equity Shares on the Stock Exchanges	On or about October 16, 2017

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to “Risk Factors” beginning on page 16.

PRICE INFORMATION OF BRLMs

Issue Name	Name of Merchant Banker	+/- % change in closing price, +/- % change in closing benchmark		
		30 th calendar day from listing	90 th calendar day from listing	180 th calendar day from listing
Security and Intelligence Services (India) Limited	Kotak, Axis Capital	-3.29%[+ 1.17%]	-	-
CL Educate Limited	Kotak	-8.98%[+ 1.42%]	-15.36%[+3.46%]	-
Avenue Supermarts Limited	Kotak, Axis Capital	+145.08%[- 0.33%]	+167.59%[+4.97%]	-
Laurus Labs Limited	Kotak	+11.44%[+3.62%]	+23.97%[+13.03%]	+41.43%[+18.31%]
Varun Beverages Limited	Kotak, Axis Capital	-7.72%[-5.17%]	-11.49%[+2.31%]	+8.89%[+8.68%]
PNB Housing Finance Limited	Kotak	+11.70%[-4.16%]	+21.28%[+2.87%]	+70.50%[+9.28%]
L&T Technology Services Limited	Kotak	-0.85%[-1.57%]	-8.54%[-8.72%]	-9.55%[+3.28%]
Matrimony.Com Limited	Axis Capital	-	-	-
Central Depository Services (India) Limited	Axis Capital	+127.92%[+5.84%]	-	-
Eris Lifesciences Limited	Axis Capital	+0.87%[+5.37%]	-	-
Tejas Networks Limited	Axis Capital	+28.04%[+5.35%]	-	-
S Chand And Company Limited	Axis Capital	-17.37%[+3.59%]	-8.89%[+4.07%]	-
Syngene International Limited	Credit Suisse	36.00%[-7.61%]	44.90%[-6.47%]	57.20%[-12.70%]
TeamLease Services Limited	Credit Suisse	15.34%[7.99%]	5.38%[12.43%]	35.35%[24.31%]
IRB InvIT Fund	Credit Suisse	-2.80%[1.68%]	-5.68%[4.96%]	-

Source: www.nseindia.com

Notes:

1. Disclosure subject to recent 7 issues (Initial Public Offering) in current financial year and two.
2. In the event any day falls on a holiday, the price/index of the immediately preceding working day has been considered.
3. Nifty is considered as the benchmark index.

Names of BRLMs and contact details (telephone and email id) of each BRLMs

Kotak Mahindra Capital Company Limited Tel: (91 22) 4336 0000 Fax: (91 22) 6713 2445 E-mail: gavl ipo@kotak.com Investor Grievance E-mail: kmccredressal@kotak.com	Axis Capital Limited Tel: (91 22) 4325 2183 Fax: (91 22) 4325 3000 E-mail: godrej.agrovet@axiscap.in Investor Grievance E-mail: complaints@axiscap.in	Credit Suisse Securities (India) Private Limited Tel: (91 22) 6777 3885 Fax: (91 22) 6777 3820 E-mail: list.godrejabgrovetipo@credit-suisse.com Investor Grievance E-mail: list.igcellmerbnkg@creditsuisse.com
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Name of Registrar to the Issue and contact details (telephone and email id)	Karvy Computershare Private Limited Tel: (9140) 6716 2222; Fax: (9140) 2343 1551 E-mail: godrej.agrovet@karvy.com; Investor Grievance E-mail: einward.ris@karvy.com
Names of Syndicate Members	Kotak Securities Limited
Name of Statutory Auditors	B S R & Co. LLP, Chartered Accountants
Self-Certified Syndicate Banks	The list of banks is available on http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes
Registered Brokers	You can submit Bid-cum-Application Forms in the Issue to Registered Brokers at the Broker Centres. For further details, see section "Issue Procedure" beginning at page 535 of the RHP
Details regarding website address(es)/link(s) from which the investor can obtain list of Registrar to Issue and Share Transfer Agents, Depository Participants and stock brokers who can accept applications from investors, as applicable:	List of RTAs, CDPs and Registered Brokers who can accept application from Investor can be obtained from below links as updated from time to time: RTAs and CDPs: As provided on the websites of NSE and BSE at www.nseindia.com/products/content/equities/ipos/asba_procedures.htm and www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6 respectively, as updated from time to time. Registered Brokers: As provided on the websites of NSE and BSE at www.nseindia.com and www.bseindia.com , respectively, as updated from time to time. For further details, see section "Issue Procedure" beginning at page 535 of the RHP

PROMOTERS OF OUR COMPANY

Godrej Industries Limited was incorporated on March 7, 1988 as Gujarat-Godrej Innovative Chemicals Limited in Gujarat. Godrej Industries Limited is a conglomerate with a significant presence in home and personal care, animal feeds and agri-products, poultry, oil palm plantation, dairy, real estate development, oleo-chemicals and vegetable oils directly and through subsidiaries/associate companies.

Nadir B. Godrej is the Chairman and Non-Executive Director of our Company. He holds a bachelor's degree in science as recommended by the department of chemical engineering from the Massachusetts Institute of Technology, and a master's degree in business administration from Harvard University. He has experience in leading businesses, and has played an important role in developing the animal feed, agricultural input and chemicals businesses owned by the Godrej group.

Adi B. Godrej is a Non-Executive Director of our Company. He holds a bachelor's degree in industrial management and a master's degree in industrial management from the Massachusetts Institute of Technology. He has experience in leading businesses. He is chairman of the board of the Indian School of Business, and past president of the Confederation of Indian Industry. He has previously been a member of the Wharton Asian Executive Board.

BUSINESS MODEL/ BUSINESS OVERVIEW AND STRATEGY

We are a diversified, research and development focused agri-business company with operations across five business verticals: animal feed, crop protection, oil palm, dairy, and poultry and processed foods. We were the leading compound animal feed company in India, on the basis of installed capacity for the financial year 2016. (Source: CRISIL Animal Feed Report) In Bangladesh, our joint venture, ACI Godrej was the fourth largest feed producer, in terms of sales volume, during the financial year 2016. (Source: Bangladesh Report) We were also the largest crude palm oil producer in India, in terms of market share, as of March 31, 2017. (Source: Oil Palm Report)

Our Strengths:

● Pan-India Presence with Extensive Supply and Distribution Network; ● Diversified businesses with synergies in operations; ● Strong R&D capabilities; ● Strong parentage and established brands and; ● Experienced promoters and management team

Our Strategies:

● Our Animal Feed Business: Focus on achieving cost leadership by improving the operational efficiency of our animal feed business through R&D as well as cost rationalization initiatives; ● Our Crop Protection Business: Primarily focused on expanding our product portfolio; ● Our Oil Palm Business: Grow our presence in certain regions, create additional revenue streams from oil palm biomass and continue to focus on R&D to improve FFB yield; ● Our Dairy Business: (i) increase our market share by growing our brand in southern states of India; (ii) increase the salience of our value-added product portfolio; (iii) automate a majority of our operations; and (iv) increase our procurement base; ● Our Poultry and Processed Foods Business: Introduce new products and increase our product reach; ● Continue to Grow our Overall Market Share by Leveraging our Presence in Existing Business Verticals; ● Inorganically Grow our Business Offerings

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience including current / past position held in other firms
1.	Nadir B. Godrej	Chairman and Non-Executive Director	He holds a bachelor's degree in science as recommended by the department of chemical engineering from the Massachusetts Institute of Technology, and a master's degree in business administration from Harvard University. He has experience in leading businesses, and has played an important role in developing the animal feed, agricultural input and chemicals businesses owned by the Godrej group.
2.	Adi B. Godrej	Non-executive Director	He holds a bachelor's degree in industrial management and a master's degree in industrial management from the Massachusetts Institute of Technology. He has experience in leading businesses.
3.	Jamshyd N. Godrej	Non-executive Director	He holds a bachelor's degree in mechanical engineering from Illinois Institute of Technology, USA. He is the Chairmen and Managing Director of Godrej and Boyce Manufacturing Company Limited. He has been a Director of our Company since August 24, 1992.
4.	Vijay M. Crishna	Non-executive Director	He holds a bachelor's degree in economics from St. Stephen's College, University of Delhi. He has been associated with our Company since August 24, 1992. He has experience in leading businesses.
5.	Tanya A. Dubash	Non-executive Director	She holds a bachelor's degree in arts from Brown University and a certificate in advanced management program from Harvard Business School. She has experience in marketing and brand development.
6.	Nisaba Godrej	Non-executive Director	She holds a bachelor's degree of science in economics from the University of Pennsylvania and a master's degree in business administration from Harvard University. She has experience in overseeing strategy, human capital, and innovation functions for subsidiaries of Godrej Industries and Godrej Consumer Products Limited.
7.	Balram S. Yadav	Managing Director	He holds a bachelor's degree of science in agriculture from The Haryana Agricultural University and a post graduate diploma in management from the Indian Institute of Management, Ahmedabad. He has completed agribusiness seminar from Harvard Business School. He has experience in sales, marketing and operations in animal feed, crop protection, poultry and oil palm businesses.
8.	Kavas N. Petigara	Independent Director	He holds a bachelor's degree in chemical engineering, a Master's degree in chemical engineering and a chemical engineer degree in chemical engineering from the Massachusetts Institute of Technology. He has 41 years' experience in chemical and allied industries in India and abroad since 1974.
9.	Sudhir L. Anaokar	Independent Director	He holds a degree in bachelor's degree in veterinary science and animal husbandry from Vikram University and a degree of doctor of philosophy (agriculture) in animal nutrition and poultry science from Sardar Patel University. He has been associated with our Company since March 1, 1992. He has experience in sales, marketing, operations, etc., in animal feed, crop protection, poultry and oil palm businesses.
10.	Amit B. Choudhury	Independent Director	He holds a master's degree of arts from University of Poona and a master's degree in management studies from The Jamnalal Bajaj Institute of Management Studies, Mumbai. He has experience in animal feed business, sales and exports of consumer products including foods and real estate.
11.	Raghunath A. Mashelkar	Independent Director	He holds a degree of Doctor of Philosophy (Technology) from the University of Mumbai. He is presently national research professor and also the president of Global Research Alliance. He is a fellow of the Royal Society, London.
12.	Roopa Purushothaman	Independent Director	She holds a degree in ethics, politics and economics from Yale University and degree of master of science with merit in development studies from the University of London. She is currently the chief economist and head of policy advocacy at Tata Sons Limited. She has experience as an economist.
13.	Aditi Kothari Desai	Independent Director	She holds a bachelor of science degree in economics from Wharton School of the University of Pennsylvania and a master's degree in business administration from Harvard University, Graduate School of Business. She is currently head – sales & marketing, e-business in the grade of executive vice president at DSP BlackRock Investment Managers Private Limited. She has experience in corporate strategy and business planning.
14.	Ritu Anand	Independent Director	She holds a degree of doctor of philosophy from University of Mumbai. She is the senior vice president and the deputy head of human resources at Tata Consultancy Services and heads the talent management and diversity functions.

OBJECTS OF THE ISSUE

Our Company proposes to utilise the Net Proceeds from the Fresh Issue towards:

- (i) repayment or prepayment of working capital facilities availed by our Company;
- (ii) repayment of commercial papers issued by our Company; and
- (iii) general corporate purposes, subject to the applicable laws.

The main objects clause of our Memorandum of Association enables our Company to undertake our existing business activities including undertaking activities for which loans were raised or commercial papers were issued.

The details of the Net Proceeds are set forth below:

Particulars	Amount (in ₹ million)*
Gross Proceeds of the Fresh Issue [#]	2,915.12
(Less) Issue related expenses in relation to the Fresh Issue*	[●]
Net Proceeds	[●]

[#] Includes the proceeds, if any, received by our Company pursuant to the Pre-IPO Placement.

*To be determined upon finalisation of the Issue Price.

Schedule of Implementation and Deployment of Net Proceeds

The Net Proceeds are currently expected to be deployed in accordance with the schedule set forth below:

(In ₹ million)

Particulars	Total estimated costs	Amount to be funded from the Net Proceeds	Deployment in the Financial Year 2018
Repayment or prepayment of working capital facilities availed by our Company	1,000	1,000	1,000
Repayment of commercial papers issued by our Company	1,500	1,500	1,500
General corporate purposes*	[●]	[●]	[●]
Total	[●]	[●]	[●]

Shareholding Pattern:

S. No.	Particulars	Pre Issue number of Shares	% Holding of Pre Issue
1	Promoter and Promoter Group	138,614,840	74.80
2	Public	46,708,937	25.20
	Total	185,323,777	100.00

Number of Equity Shares proposed to be sold by Selling Shareholders:

Sr. No.	Name	Offer for Sale
1	Godrej Industries Limited	Up to [●] Equity Shares aggregating up to ₹ 3,000 million
2	V-Sciences Investments Pte Ltd	Up to 12,300,000 Equity Shares aggregating up to ₹ [●] million
	Total	

RESTATED AUDITED FINANCIALS

(₹ in million except specifically stated)

Standalone (₹ in million)	As at June 30, 2017	As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014 Proforma	As at March 31, 2013 Proforma
Total revenue	9,904.01	36,693.09	34,200.47	33,217.03	31,141.28	27,721.13
Profit before tax	910.02	2,789.04	2,106.73	2,527.43	1,886.66	1,389.73
Profit for the year	608.25	2,068.11	1,601.23	1,928.18	1,377.93	973.41
Equity share capital	1,851.31	1,851.31	925.65	925.65	132.24	132.24
Reserves and surplus	7,732.80	7,178.76	6,055.42	4,993.79	4,733.27	4,057.14
Net worth	9,584.11	9,030.07	6,981.07	5,919.44	4,865.51	4,189.38
Basic earnings per share (before exceptional items) (₹)	3.25	9.05	8.24	8.11	4.96	1.24
Diluted earnings per share (before exceptional items)(₹)	3.25	8.66	7.87	7.75	4.74	1.23
Return on net worth (%)	6.35	20.69	22.94	26.72	28.32	23.24
Net asset value per share (₹)	51.77	48.78	37.71	31.97	26.28	22.63

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Consolidated (₹ in million)	As at June 30, 2017	As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014 Proforma	As at March 31, 2013 Proforma
Total revenue	13,694.21	49,834.47	38,176.74	33,255.01	31,174.15	27,718.26
Profit before tax	1,078.47	3,739.98	3,365.81	2,706.99	2,072.01	1,369.55
Profit for the year	742.86	2,743.94	2,610.87	2,101.28	1,565.60	967.47
Equity share capital	1,851.31	1,851.31	925.65	925.65	132.24	132.24
Reserves and surplus	8,875.81	8,245.49	6,906.36	5,478.48	5,054.50	4,004.87
Net worth	10,727.12	10,096.80	7,832.01	6,404.13	5,186.74	4,137.11
Basic earnings per share (before exceptional items) (₹)	3.88	11.45	9.78	8.99	7.13	1.21
Diluted earnings per share (before exceptional items) (₹)	3.88	10.95	9.35	8.59	6.81	1.20
Return on net worth (%)	6.75	22.71	23.94	27.12	30.18	23.39
Net asset value per share (₹)	57.94	54.54	42.31	34.59	28.02	22.35

INTERNAL RISKS FACTORS

The Below are the top five risks as disclosed in the RHP

1. *Unfavourable local and global weather patterns may have an adverse effect on our business, results of operations and financial condition*
2. *We operate in five business verticals and our inability to manage our diversified operations may have an adverse effect on our business, results of operations and financial condition.*
3. *We derive a significant portion of our revenue from our animal feed business and any reduction in demand or in the production of such products could have an adverse effect on our business, results of operations and financial condition.*
4. *We do not have long-term agreements with suppliers for our raw materials and an increase in the cost of, or a shortfall in the availability of such raw materials could have an adverse effect on our business and results of operations.*
5. *The improper handling, processing or storage of raw materials or products, or spoilage of and damage to such raw materials and products, or any real or perceived contamination in our products, could subject us to regulatory and legal action, damage our reputation and have an adverse effect on our business, results of operations and financial condition.*

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the Company and amount involved

S. No.	Nature of Case	Number of outstanding cases	Amount involved (in ₹ million)
1.	Criminal	19	-
2.	Action by regulatory/ statutory authorities	15	-
3.	Other matters exceeding ₹ 10 million	2	49.86
4.	Direct tax	2	27.55
5.	Indirect Tax	80	1,017.62
	Total	118	1,095.03

B. Brief details of top five material outstanding litigations against the Company and amount involved

Sr. No.	Particulars	Litigation filed by	Current status	Amount involved (in ₹ million)
1.	Kangaroo Poultry Pvt. Ltd. (the “ Plaintiff ”) has filed a suit (the “ Suit ”) dated March 14, 2016 before the Senior Civil Judge division, Hazaribag against our Company and certain officials of our Company (collectively, the “ Defendants ”), in relation to supply of alleged low quality poultry feeds to the Plaintiff. The Plaintiff was appointed as the distributor of the Defendant for selling poultry feeds in Hazaribagh, in respect of which the Plaintiff had deposited an amount of ₹ 8.36 million to the Defendant as security. The Plaintiff alleged that the Defendant supplied low quality poultry feeds, thereby causing loss to the business of the Plaintiff. Thereafter, the Plaintiff demanded compensation for the loss suffered and accordingly, filed the aforesaid Suit praying for damages amounting to ₹ 34.06 million along with interest at the rate of 18% per annum within 30 days from the date of decree. The amount involved in the matter is ₹ 34.06 million along with applicable interest. The matter is currently pending.	Kangaroo Poultry Pvt. Ltd.	The matter is currently pending before the Senior Civil Judge division, Hazaribag	₹ 34.06
2.	Raj Poultry (the “ Plaintiff ”) has filed a suit (the “ Suit ”) dated September 26, 2014 before Senior Civil Judge, Ranchi against GFFL (the “ Defendant ”) praying for compensation amounting to ₹15.8 million and cost of the suit and interest at the rate of 12% per annum. The Plaintiff was appointed as the distributor of the products of the Defendant in Jharkhand, in respect of which the Plaintiff had allegedly furnished three blank and undated cheques (the “ Cheques ”) to the Defendant as security, which were to be renewed every six months. In November 2003, the Defendant allegedly supplied poor quality ‘broiler commercial feed’, instead of ‘layer feed’ followed by delayed, irregular and short supply of products, thereby causing irreparable damage to the business of the Plaintiff. Thereafter, the Plaintiff demanded compensation for the loss suffered and presented two of the Cheques, which got dishonoured. Accordingly, the Plaintiff has filed the aforesaid Suit. The amount involved in the matter is ₹ 15.8 million along with applicable interest. The matter is currently pending. Further, the Plaintiff has also filed a criminal revision application before the Calcutta High court against the Defendant for quashing of proceedings initiated by the Defendant pending before the Additional Chief Metropolitan Magistrate, Bangalore earlier and currently pending before the Metropolitan Magistrate, Kolkata in relation to section 138 of the Negotiable Instruments Act.	Raj Poultry	The matters are currently pending before the Senior Civil Judge, Ranchi and Metropolitan Magistrate, Kolkata	₹ 15.8

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

3.	Akhilesh Enterprises through its proprietor (collectively, the “ Complainant ”) have filed a complaint dated January 15, 2007 before the Chief Judicial Magistrate, Ranchi (the “ Judicial Magistrate ”) against GFFL and certain of its officials (collectively, the “ Accused ”) under <i>inter alia</i> Sections 420, 406, 408 and 120B of IPC in relation to alleged cheating, criminal breach of trust and criminal conspiracy by the Accused. The Complainant was the clearing and forwarding (the “ C&F ”) agent of GFFL for the state of Jharkh and and bank guarantees worth approximately ₹ 2 million (the “ Bank Guarantee ”) were furnished by the Complainant to the Accused. The Complainant alleged that the Accused has failed to pay the C&F commission to the Complainant and has fraudulently invoked the Bank Guarantee. The Judicial Magistrate passed an order taking cognizance of the offences as alleged in the Complaint and issued summons to the Accused for their appearance (the “ Magistrate Order ”). The Accused has filed a criminal miscellaneous petition before the Jharkhand High Court challenging the Magistrate Order, where the Jharkhand High Court has passed an order staying the proceedings pending before the Magistrate. The matter is currently pending.	Akhilesh Enterprises	The matter is currently pending before the Jharkhand High Court	Non quantifiable
4.	Five complaints have been filed by various Insecticides Inspectors (collectively, the “ Complainant ”) before various courts such as JMFC, Raigad, Solapur, against <i>inter alia</i> our Company and certain officers of our Company (the “ Accused ”) for allegedly selling, storing, distributing and misbranding of the insecticides in violation of <i>inter alia</i> Sections 3, 13, 17 and 18 of the Insecticides Act. The Complainant had drawn a sample (the “ Sample ”) of the respective insecticides which allegedly failed to conform to the relevant specifications and failed in active ingredients and accordingly, the Insecticides Inspectors had issued show cause notices upon <i>inter alia</i> the Accused to show cause as to why legal action should not be taken under the provisions of the Insecticides Act. In certain matters, the Company has filed special criminal applications under Section 24 of the Insecticides Act, praying for an order for sending the Sample to the Central Insecticides Laboratory (“ CIL ”) for reanalysis, and subsequently the report of the CIL has established absence of any breach by our Company. Additionally, in one matter, a criminal complaint has also been filed by the Insecticides Inspector against the Accused for offences of cheating under Sections 420 and 34 of the IPC pursuant to various FIRs lodged by the farmers before police stations in relation to alleged losses suffered by them due to the sub-standard product provided by the Accused. The consumer complaint filed by the famers against the Accused before the District Consumer Forum, Solapur in relation to the alleged losses suffered has been dismissed. The matters are currently pending.	Various Insecticides Inspectors	The matters are currently pending before various fora	Non quantifiable
5.	Seven complaints have been filed by various Fertilizer Inspectors (collectively, the “ Complainant ”) before various courts such as JMFC, Thane, Latur, Baramati against <i>inter alia</i> our Company and certain officers of our Company (the “ Accused ”) for alleged manufacture and marketing of non-standard fertilizers in violation of <i>inter alia</i> clause 19 of the Fertilizer Control Order and Sections 3 and 7 of the Essential Commodities Act. The Complainant had drawn a sample of the respective fertilizers which allegedly failed to conform to the prescribed standards. The Fertilizer Inspectors had issued show cause notices upon <i>inter alia</i> the Accused to show cause as to why legal action should not be taken under the provisions of the Fertilizer Control Order and the Essential Commodities Act. The matters are currently pending.	Various Insecticides Inspectors	The matters are currently pending before various fora	Non quantifiable

C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters/Group Companies in last 5 financial years including outstanding action, if any

There are no regulatory actions or disciplinary actions taken by SEBI or stock exchanges against the Promoter and Group Companies in the last five financial years.

D. Brief details of outstanding criminal proceedings against Promoters

Our Promoters GIL, Nadir B. Godrej and Adi B. Godrej are involved in various criminal proceedings including in relation to (i) cheque dishonour complaints; (ii) industrial accident at a factory; and (iii) alleged violation of statutes and regulations including the Foreign Exchange Regulations Act, 1973, Prevention of Food Adulteration Act, 1954, Drugs and Cosmetics Act, 1940, Legal Metrology Act, 2009. For details, see “*Outstanding Litigation and Material Developments – Litigation involving our Directors – Litigation filed against Nadir B. Godrej– Criminal matters*”, “*Outstanding Litigation and Material Developments – Litigation involving our Directors – Litigation filed against Adi B. Godrej– Criminal matters*”, and “*Outstanding Litigation and Material Developments – Litigation involving Godrej Industries Limited – Litigation filed against GIL – Criminal matters*”, on pages 504, 504 and 506 of the Red Herring Prospectus.

ANY OTHER IMPORTANT INFORMATION AS PER THE BRLMs/ISSUER COMPANY - NIL

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, and the rules and guidelines issued by the Government or the regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SEBI Act or rules or regulations made thereunder or guidelines issued, as the case may be. We further certify that all the statements in this Red Herring Prospectus are true and correct.

DECLARATION BY THE SELLING SHAREHOLDERS

Each of the Selling Shareholder confirms that all statements and undertakings made by it in this Red Herring Prospectus in relation to itself as a selling shareholder and its Offered Shares, are true and correct. Each of the Selling Shareholder assumes no responsibility for any other statement including statements made by the Company or any other person(s) in this Red Herring Prospectus.

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