



Ref. No. GIL/CFD/SEC/20/136/SE

18th October 2019

BSE Limited
Corporate Relationship Department
1st floor, New Trading Ring
Rotunda Building P J Towers,
Dalal Street, Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra, Mumbai 400051

Aditya Birla Capital Limited
Indian Rayon Compound,
Veraval 362 266,
Gujarat, India

Dear Sirs,

Sub: **Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulation, 2011**

Enclosed is the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with the acquisition of equity shares of Aditya Birla Capital Limited (the "Target Company") pursuant to allotment of equity shares on preferential basis of the Target Company, to Promoter(s) / Members of the Promoter Group/ Person Acting in Concert (PAC) with us.

Since Grasim Industries Limited is the promoter of Target Company, it is making this disclosure on its behalf and also on behalf of the aforesaid persons.

Please acknowledge the receipt.

Thank you.

Yours faithfully,
For Grasim Industries Limited
(on behalf of itself and other acquirers)

Hutokshi Wadia
President & Company Secretary



Encl: as above



DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Part-A – Details of Acquisition

Name of the Target Company (TC)	Aditya Birla Capital Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Name of Promoter- Grasim Industries Limited Name of Members of the Promoter Group/ PAC as per Table "A" attached.		
Whether the acquirer belongs to Promoter/Promoter group	Yes, the Acquirer forms part of the Promoter/ Promoter Group/PAC		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition/ disposal as follows	Number	% w.r.t. total Share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration holding of:			
a. Shares carrying voting rights (Please see Table A)	1567672067	71.17%	71.17%
b. Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking / others)	Nil	N.A.	N.A.
c. Voting rights (VR) otherwise than by shares	Nil	N.A.	N.A.
d. Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) (Please see Table A)	33616128	1.53%	1.53%
e. Total (a+b+c+d)	1601288195	72.70%	72.70%
Details of acquisition/sale			
a. Shares carrying voting rights acquired/ sold (Please see Table B)	100000000	4.32%	4.32%
b. VRs acquired/ sold otherwise than by shares	Nil	N.A.	N.A.
c. Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	Nil	N.A.	N.A.





d. Shares encumbered / invoked/ released by the acquirer	Nil	N.A.	N.A.
e. Total (a+b+c+/-d)	100000000	4.32%	4.32%
After the acquisition/sale, holding of:			
a. Shares carrying voting rights (Please see Table C)	1667672067	72.11%	72.11%
b. Shares encumbered with the acquirer	Nil	N.A.	N.A.
c. VRs otherwise than by shares	Nil	N.A.	N.A.
d. Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition (Please see Table C)	33616128	1.45%	1.45%
e. Total (a+b+c+d)	1701288195	73.57%	73.57%
Mode of acquisition/sale (e.g. open market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Allotment of equity shares by the Stakeholders Relationship Committee of the Board of Directors of Aditya Birla Capital Limited on 16 th October 2019 on preferential basis under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018		
Date of acquisition/sale of shares/VR/ or date of receipt of intimation of allotment of shares, whichever is applicable	16 th October 2019		
Equity share capital/ total voting capital of the TC before the said acquisition/sale.	Rs. 22,02,55,77,660 comprising 2,20,25,57,766 equity shares of Rs. 10 each fully paid up.		
Equity share capital/ total voting capital of the TC after the said acquisition/sale.	Rs. 23,12,55,77,660 comprising 2,31,25,57,766 equity shares of Rs. 10 each fully paid up.		
Total diluted share/voting capital of the TC after the said Acquisition	Rs. 23,12,55,77,660 comprising 2,31,25,57,766 equity shares of Rs. 10 each fully paid up.		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 16th October 2019.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.





Table A

Details of Shares carrying voting rights, before the acquisition:

Sr. No.	Name of the Shareholder	Total number of equity shares held <u>prior to</u> the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Grasim Industries Limited	1232240000	55.95%	55.95%
2.	Shri Kumar Mangalam Birla	51790	0.00%	0.00%
3.	Aditya Vikram Kumar Mangalam Birla HUF	125608	0.01%	0.01%
4.	Smt. Rajashree Birla	773989	0.04%	0.04%
5.	Smt. Neerja Birla	102286	0.00%	0.00%
6.	Smt. Vasavadatta Bajaj	165951	0.01%	0.01%
7.	Birla Consultants Limited	122334	0.01%	0.01%
8.	Birla Industrial Finance (India) Limited	122479	0.01%	0.01%
9.	Birla Industrial Investments (India) Limited	26119	0.00%	0.00%
10.	ECE Industries Ltd.	471931	0.02%	0.02%
11.	Hindalco Industries Limited	39511455	1.79%	1.79%
12.	Birla Group Holdings Private Limited	175006156	7.95%	7.95%
13.	Rajratna Holdings Private Limited	938	0.00%	0.00%
14.	Umang Commercial Company Private Limited	37444766	1.70%	1.70%
15.	Vikram Holdings Pvt. Ltd	1050	0.00%	0.00%
16.	Vaibhav Holdings Private Limited	938	0.00%	0.00%
17.	Birla Institute of Technology and Science	925687	0.04%	0.04%
18.	Pilani Investment and Industries Corporation Ltd.	33351721	1.51%	1.51%
19.	Renuka Investments & Finance Limited	339059	0.02%	0.02%

Grasim Industries Limited

Aditya Birla Centre, 'A' wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai 400 030, India

T: +91 22 6652 5000 / 2499 5000 | F: +91 22 6652 5114 / 2499 5114

E: grasim.cfd@adityabirla.com | W: www.grasim.com | CIN: L17124MP1947PLC000410

Regd. Office : Birlagram, Nagda – 456 331 (M.P.)





20.	IGH Holdings Private Limited	46887810	2.13%	2.13%
	TOTAL	1567672067	71.17%	71.17%

Details of 3,36,16,128 GDRs held by Promoter/ Promoter Group/ Person Acting in Concert being instrument that would entitle the holder to receive the shares in Aditya Birla Capital Limited:

Sr. No.	Name of the Shareholder	Total number of equity shares held <u>prior to</u> the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
21.	P T Indo Bharat Rayon	28005628	1.27%	1.27%
22.	P T Sunrise Bumi Textiles	1776250	0.08%	0.08%
23.	P T Elegant Textiles Industry	1132250	0.05%	0.05%
24.	Thai Rayon Public Company Limited	2695000	0.12%	0.12%
25.	Surya Kiran Investments Pte. Limited	7000	0.00%	0.00%
	Total	33616128	1.53%	1.53%
	Grand Total (Shares + GDRs)	1601288195	72.70%	72.70%

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 16th October 2019.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.





Table B

Details of Shares carrying voting rights acquired/sold:

Sr. No.	Name of the Shareholder	Number of equity shares acquired in the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Grasim Industries Limited	77000000	3.33%	3.33%
2.	Shri Kumar Mangalam Birla	NIL	NIL	NIL
3.	Aditya Vikram Kumar Mangalam Birla HUF	NIL	NIL	NIL
4.	Smt. Rajashree Birla	NIL	NIL	NIL
5.	Smt. Neerja Birla	NIL	NIL	NIL
6.	Smt. Vasavadatta Bajaj	NIL	NIL	NIL
7.	Birla Consultants Limited	NIL	NIL	NIL
8.	Birla Industrial Finance (India) Limited	NIL	NIL	NIL
9.	Birla Industrial Investments (India) Limited	NIL	NIL	NIL
10.	ECE Industries Ltd.	NIL	NIL	NIL
11.	Hindalco Industries Limited	NIL	NIL	NIL
12.	Birla Group Holdings Private Limited	NIL	NIL	NIL
13.	Rajratna Holdings Private Limited	NIL	NIL	NIL
14.	Umang Commercial Company Private Limited	NIL	NIL	NIL
15.	Vikram Holdings Pvt. Ltd	NIL	NIL	NIL
16.	Vaibhav Holdings Private Limited	NIL	NIL	NIL
17.	Birla Institute of Technology and Science	NIL	NIL	NIL
18.	Pilani Investment and Industries Corporation Ltd.	250000	0.01%	0.01%

Grasim Industries Limited

Aditya Birla Centre, 'A' wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai 400 030, India

T: +91 22 6652 5000 / 2499 5000 | F: +91 22 6652 5114 / 2499 5114

E: grasim.cfd@adityabirla.com | W: www.grasim.com | CIN: L17124MP1947PLC000410

Regd. Office : Birlagram, Nagda – 456 331 (M.P.)





19.	Renuka Investments & Finance Limited	NIL	NIL	NIL
20.	IGH Holdings Private Limited	250,000	0.01%	0.01%
21.	@Surya Kiran Investments Pte. Limited	22500000	0.97%	0.97%
	TOTAL	100000000	4.32%	4.32%

Details of GDRs held by Promoter/ Promoter Group/ Person Acting in Concert being instrument that would entitle the holder to receive the shares in Aditya Birla Capital Limited:

Sr. No.	Name of the Shareholder	Number of equity shares acquired <u>in the</u> acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
22.	P T Indo Bharat Rayon	NIL	NIL	NIL
23.	P T Sunrise Bumi Textiles	NIL	NIL	NIL
24.	P T Elegant Textiles Industry	NIL	NIL	NIL
25.	Thai Rayon Public Company Limited	NIL	NIL	NIL
26.	@Surya Kiran Investments Pte. Limited	NIL	NIL	NIL
	Total	NIL	NIL	NIL
	Grand Total (Shares + GDRs)	100000000	4.32%	4.32%

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 16th October 2019.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(@) Part of the Promoter Group by virtue of its holding in GDR and now also in equity shares of the Target Company





Table C

Details of Shares carrying voting rights, after the acquisition:

Sr. No.	Name of the Shareholder	Total number of equity shares held <u>after the acquisition under consideration</u>	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Grasim Industries Limited	1309240000	56.61%	56.61%
2.	Shri Kumar Mangalam Birla	51790	0.00%	0.00%
3.	Aditya Vikram Kumar Mangalam Birla HUF	125608	0.01%	0.01%
4.	Smt. Rajashree Birla	773989	0.03%	0.03%
5.	Smt. Neerja Birla	102286	0.00%	0.00%
6.	Smt. Vasavadatta Bajaj	165951	0.01%	0.01%
7.	Birla Consultants Limited	122334	0.01%	0.01%
8.	Birla Industrial Finance (India) Limited	122479	0.01%	0.01%
9.	Birla Industrial Investments (India) Limited	26119	0.00%	0.00%
10.	ECE Industries Ltd.	471931	0.02%	0.02%
11.	Hindalco Industries Limited	39511455	1.71%	1.71%
12.	Birla Group Holdings Private Limited	175006156	7.57%	7.57%
13.	Rajratna Holdings Private Limited	938	0.00%	0.00%
14.	Umang Commercial Company Private Limited	37444766	1.62%	1.62%
15.	Vikram Holdings Pvt. Ltd	1050	0.00%	0.00%
16.	Vaibhav Holdings Private Limited	938	0.00%	0.00%
17.	Birla Institute of Technology and Science	925687	0.04%	0.04%
18.	Pilani Investment and Industries Corporation Ltd.	33601721	1.45%	1.45%
19.	Renuka Investments & Finance Limited	339059	0.01%	0.01%

Grasim Industries Limited

Aditya Birla Centre, 'A' wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai 400 030, India

T: +91 22 6652 5000 / 2499 5000 | F: +91 22 6652 5114 / 2499 5114

E: grasim.cfd@adityabirla.com | W: www.grasim.com | CIN: L17124MP1947PLC000410

Regd. Office : Birlagram, Nagda – 456 331 (M.P.)





20.	IGH Holdings Private Limited	47137810	2.04%	2.04%
21.	@Surya Kiran Investments Pte. Limited	22500000	0.97%	0.97%
	TOTAL	1667672067	72.11%	72.11%

Details of 33616128 GDRs held by Promoter/ Promoter Group/ Person Acting in Concert being instrument that would entitle the holder to receive the shares in Aditya Birla Capital Limited:

Sr. No.	Name of the Shareholder	Total number of equity shares held <u>after the</u> acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
22.	P T Indo Bharat Rayon	28005628	1.21%	1.21%
23.	P T Sunrise Bumi Textiles	1776250	0.08%	0.08%
24.	P T Elegant Textiles Industry	1132250	0.05%	0.05%
25.	Thai Rayon Public Company Limited	2695000	0.12%	0.12%
26.	@Surya Kiran Investments Pte. Limited	7000	0.00%	0.00%
	Total	33616128	1.45%	1.45%
	Grand Total (Shares + GDRs)	1701288195	73.57%	73.57%

(*) Total share capital/voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 16th October 2019.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(@) Part of the Promoter/Promoter Group by virtue of its holding in GDR and now also in equity shares of the Target Company.

For Grasim Industries Limited
(on behalf of itself and other acquirers)

Hutokshi Wadia
President & Company Secretary

Place: Mumbai

Date: 18th October 2019



Grasim Industries Limited
Aditya Birla Centre, 'A' wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai 400 030, India
T: +91 22 6652 5000 / 2499 5000 | F: +91 22 6652 5114 / 2499 5114
E: grasim.cfd@adityabirla.com | W: www.grasim.com | CIN: L17124MP1947PLC000410
Regd. Office : Birlagram, Nagda – 456 331 (M.P.)