

FLIPKART INVESTMENTS PRIVATE LIMITED
(the "Company")
(Company Registration No.: 202028804R)
(Incorporated in the Republic of Singapore)

Date: 1 February 2021

To,

**The Manager, Department of Corporate Services
BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001

**The Manager, Listing Compliance
National Stock Exchange of India Limited**
Exchange Plaza, C-1, Block G, Bandra Kurla
Complex, Bandra (E), Mumbai 400051

E mail: corp.relations@bseindia.com

E mail: takeover@nse.co.in

Ms. Geetika Anand
Company Secretary and Compliance Officer
Aditya Birla Fashion and Retail Limited
Piramal Agastya Corporate Park, Building 'A', 4th and
5th Floor, Unit No. 401,403, 501, 502, L.B.S. Road,
Kurla, Mumbai 400 070

E mail: secretarial.abfrl@adityabirla.com

Dear Sir/Madam,

**Subject: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Reference: Aditya Birla Fashion and Retail Limited

Pursuant to Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached herewith the disclosure in the prescribed format in **Annexure 1**, in relation to acquisition by Flipkart Investments Private Limited by way of subscription, of 73,170,731 fully paid up equity shares of Rs. 10 each, comprising of 7.8% of the issued share capital of Aditya Birla Fashion and Retail Limited ("**Target Company**"), issued and allotted by the Target Company on preferential basis.

Kindly take the same on record and acknowledge receipt.

Thanking you,

For and on behalf of **Flipkart Investments Private Limited**

**Ankit
Bajoria**

Digitally signed by Ankit Bajoria
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Date: 2021.02.01 12:13:06 +05'30'

Name: Ankit Bajoria

Designation: Director

Annexure 1

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (“TC”)	Aditya Birla Fashion and Retail Limited		
Name(s) of the acquirer and Persons Acting in Concert (“PAC”) with the acquirer	Acquirer: Flipkart Investments Private Limited PAC: N.A.		
Whether the acquirer belongs to Promoter/Promoter group	No		
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 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 acquirer along with PACs of:			
a) Shares carrying voting rights	0	0%	0%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0%	0%
c) Voting rights (“VR”) otherwise than by equity shares	0	0%	0%
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)	0	0%	0%
e) Total (a+b+c+d)	0	0%	0%
Details of acquisition			
a) Shares carrying voting rights acquired	73,170,731	7.8%	7.8%
b) VRs acquired otherwise than by equity shares	0	0%	0%

c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired	0	0%	0%
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0%	0%
e) Total (a+b+c+/-d)	73,170,731	7.8%	7.8%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	73,170,731	7.8%	7.8%
b) VRs otherwise than by equity shares	0	0%	0%
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) after acquisition	0	0%	0%
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0%	0%
e) Total (a+b+c+d)	73,170,731	7.8%	7.8%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Preferential allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares of Rs. 10 each.		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	28 January 2021		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 8,64,66,45,070 comprising of 86,46,64,507 equity shares of Rs. 10 each (as per the shareholding pattern as on 30 December 2020 as publicly disclosed by the TC).		
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 9,37,83,52,380 comprising of 93,78,35,238 equity shares of Rs. 10 each.		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 9,37,83,52,380 comprising of 93,78,35,238 equity shares of Rs. 10 each.		

Part-B*****Name of the Target Company: Aditya Birla Fashion and Retail Limited**

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Acquirer: Flipkart Investments Private Limited	No	

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

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

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

For and on behalf of Flipkart Investments Private Limited)
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**Ankit
Bajoria**

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Date: 2021.02.01 12:13:50 +05'30'

Authorised Signatory

Name: Ankit Bajoria
Designation: Director
Date: 1 February 2021
Place: Singapore