

Birla Group Holdings Private Limited

Regd. Office : Industry House, 159, Churchgate Reclamation, Mumbai - 400 020

1. BSE Limited CIN : U67120MH1980PTC023476 29th January, 2016

25th Floor

Phiroze Jeejeebhoy Towers, Dalal Street

Mumbai - 400001

2. The National Stock Exchange of India Limited

Exchange Plaza

Bandra Kurla Complex, Bandra (East)

Mumbai - 400 051

Dear Sirs,

Sub: Disclosure under Regulation 10 (6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We are pleased to inform you that the persons set out in **Annexure A**, forming part of the promoter/promoter group/ PAC of Aditya Birla Fashion and Retail Limited have been collectively allotted 38,97,73,335 Equity Shares of Rs. 10/- each fully paid up on 27th January, 2016 by Aditya Birla Fashion and Retail Limited (formerly known as Pantaloons Fashion & Retail Limited) in the manner set out **Annexure A**.

The above allotment has been made to us pursuant to the Composite Scheme of Arrangement amongst Aditya Birla Nuvo Limited (ABNL), Madura Garments Lifestyle Retail Company Limited (MGLRCL) and Pantaloons Fashion & Retail Limited (PFRL) under Sections 391-394 of the Companies Act, 1956 as approved by the Hon'ble High Court of Judicature of Bombay and the Hon'ble High Court of Gujarat.

We enclose herewith the requisite disclosure under Regulation 10 (6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format duly filled in.

We have also made other filings required under Regulation 29 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The above is for your information, reference, record and doing the needful in the matter.

Thanking you,

Yours faithfully

For Birla Group Holdings Private Limited

(Acting for itself and on behalf of other Acquirers)



(P.K. Jajodia)

Director



Encl : as above

Cc: Aditya Birla Fashion and Retail Limited

701-704, 7th Floor, Skyline Icon Business Park,

86-92, Off A.K. Road, Marol Village, Andheri (East),

Mumbai - 400 059

Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Aditya Birla Fashion and Retail Limited (formerly known as Pantaloons Fashion & Retail Limited)	
2.	Name of the acquirer(s)	As per Annexure A attached	
3.	Name of the stock exchange where shares of the TC are listed	1.BSE Limited and 2.The National Stock Exchange Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Allotment of Equity Shares on 27 th January, 2016 by Aditya Birla Fashion and Retail Limited (formerly known as Pantaloons Fashion & Retail Limited) pursuant to the Composite Scheme of Arrangement amongst Aditya Birla Nuvo Limited (ABNL), Madura Garments Lifestyle Retail Company Limited (MGLRCL) and Pantaloons Fashion & Retail Limited (PFRL) under Sections 391-394 of the Companies Act, 1956 as approved by the Hon'ble High Court of Judicature of Bombay and the Hon'ble High Court of Gujarat.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Not Required	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller		
	b. Date of acquisition		
	c. Number of shares/ voting rights in		



	respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable			
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired				
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Each Acquirer / Transferee(*)				
	INDIGOLD TRADE AND SERVICES LIMITED #	6,73,90,782	72.6154	6,73,90,782	8.7652
	BIRLA GROUP HOLDINGS PRIVATE LIMITED	NIL	N.A.	1,87,73,560	2.4418
	IGH HOLDINGS PRIVATE LIMITED	NIL	N.A.	850,30,930	11.0596
	TGS INVESTMENT AND TRADE PRIVATE LIMITED	NIL	N.A.	702,35,027	9.1352
	UMANG COMMERCIAL COMPANY PRIVATE LIMITED	NIL	N.A.	649,72,778	8.4507
	TRAPTI TRADING AND INVESTMENTS PRIVATE LIMITED	NIL	N.A.	490,04,462	6.3738
	HINDALCO INDUSTRIES LIMITED	NIL	N.A.	449,82,142	5.8506
	TURQUOISE INVESTMENTS AND FINANCE PRIVATE LIMITED	NIL	N.A.	334,93,678	4.3564
	GRASIM INDUSTRIES LIMITED	NIL	N.A.	173,98,243	2.2629
	PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED	NIL	N.A.	9,72,909	0.1265
	ECE INDUSTRIES LIMITED	NIL	N.A.	6,19,647	0.0806
	MANAV INVESTMENT AND TRADING CO. LIMITED	NIL	N.A.	5,96,310	0.0776



	BIRLA CONSULTANTS LIMITED	NIL	N.A.	1,49,006	0.0194
	BIRLA INDUSTRIAL FINANCE (INDIA) LIMITED	NIL	N.A.	1,44,508	0.0188
	BIRLA INDUSTRIAL INVESTMENTS (INDIA) LIMITED	NIL	N.A.	30,966	0.0040
	MRS. RAJASHREE BIRLA	NIL	N.A.	6,63,696	0.0863
	MR. KUMAR MANGALAM BIRLA	NIL	N.A.	23,966	0.0031
	MRS. NEERJA BIRLA	NIL	N.A.	10,270	0.0013
	MRS. VASAVADATTA BAJAJ	NIL	N.A.	9,542	0.0012
	ADITYA VIKRAM KUMARMANGALAM BIRLA HUF	NIL	N.A.	780	0.0001
	ADITYA BIRLA NUVO LIMITED	NIL	N.A.	13,83,745	0.1800
	ABNL IT & ITES LIMITED	NIL	N.A.	12,07,843	0.1571
	ABNL INVESTMENT LIMITED	NIL	N.A.	69,327	0.0090
	Total	6,73,90,782	72.6154	45,71,64,117	59.4613
	– Each Seller / Transferor	N.A.	N.A.	N.A.	N.A.

Indigold Trade And Services Limited has not been allotted any shares under the Scheme of Arrangement. Earlier it held 72.6154% and post the allotment, it is currently holding 8.7652%.

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For Birla Group Holdings Private Limited
(Acting for itself and on behalf of other Acquirers)

[Signature]

(P.K. Jajodia)

Director

Place: Mumbai

Date: 29th January, 2016



Annexure A

Name of the Acquirer(s) being Persons forming part of the Promoter/ Promoter Group/ Persons Acting in Concert of Aditya Birla Fashion and Retail Limited:

SR. NO	NAME OF THE SHAREHOLDERS	SHARES HELD BEFORE THE ACQUISITION		SHARES ACQUIRED AS PER SCHEME OF ARRANGEMENT	SHARES HELD AFTER THE ACQUISITION	
		NO. OF SHARES	PERCENTAGE	NO. OF SHARES ACQUIRED	NO. OF SHARES	PERCENTAGE
1	INDIGOLD TRADE AND SERVICES LIMITED #	6,73,90,782	72.6154	-	6,73,90,782	8.7652
2	BIRLA GROUP HOLDINGS PRIVATE LIMITED	-	-	1,87,73,560	1,87,73,560	2.4418
3	IGH HOLDINGS PRIVATE LIMITED	-	-	850,30,930	850,30,930	11.0596
4	TGS INVESTMENT AND TRADE PRIVATE LIMITED	-	-	702,35,027	702,35,027	9.1352
5	UMANG COMMERCIAL COMPANY PRIVATE LIMITED	-	-	649,72,778	649,72,778	8.4507
6	TRAPTI TRADING AND INVESTMENTS PRIVATE LIMITED	-	-	490,04,462	490,04,462	6.3738
7	HINDALCO INDUSTRIES LIMITED	-	-	449,82,142	449,82,142	5.8506
8	TURQUOISE INVESTMENTS AND FINANCE PRIVATE LIMITED	-	-	334,93,678	334,93,678	4.3564
9	GRASIM INDUSTRIES LIMITED	-	-	173,98,243	173,98,243	2.2629
10	PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED	-	-	9,72,909	9,72,909	0.1265
11	ECE INDUSTRIES LIMITED	-	-	6,19,647	6,19,647	0.0806
12	MANAV INVESTMENT AND	-	-	5,96,310	5,96,310	0.0776



	TRADING CO. LIMITED					
13	BIRLA CONSULTANTS LIMITED	-	-	1,49,006	1,49,006	0.0194
14	BIRLA INDUSTRIAL FINANCE (INDIA) LIMITED	-	-	1,44,508	1,44,508	0.0188
15	BIRLA INDUSTRIAL INVESTMENTS (INDIA) LIMITED	-	-	30,966	30,966	0.0040
16	MRS. RAJASHREE BIRLA	-	-	6,63,696	6,63,696	0.0863
17	MR. KUMAR MANGALAM BIRLA	-	-	23,966	23,966	0.0031
18	MRS. NEERJA BIRLA	-	-	10,270	10,270	0.0013
19	MRS. VASAVADATTA BAJAJ	-	-	9,542	9,542	0.0012
20	ADITYA VIKRAM KUMARMANGALAM BIRLA HUF	-	-	780	780	0.0001
21	ADITYA BIRLA NUVO LIMITED	-	-	13,83,745	13,83,745	0.1800
22	ABNL IT & ITES LIMITED	-	-	12,07,843	12,07,843	0.1571
23	ABNL INVESTMENT LIMITED	-	-	69,327	69,327	0.0090
	TOTAL	6,73,90,782	72.6154	38,97,73,335	45,71,64,117	59.4613

Indigold Trade And Services Limited has not been allotted any shares under the Scheme of Arrangement. Earlier it held 72.6154% and post the allotment, it is currently holding 8.7652%.

