

Birla Group Holdings Private Limited

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

CIN : U67120MH1980PTC023476

1. BSE Limited
25th Floor
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
2. National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra
Mumbai – 400 051
3. 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

03.08.2020

Dear Sirs,

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

Please find enclosed the disclosure under Regulation 29(2) of the SEBI Takeover Regulations, in connection with the acquisition of equity shares of Aditya Birla Fashion and Retail Limited (the “Target Company”), pursuant to their entitlement and/or any renunciation and/or any subscription of additional equity shares under the ‘Rights issue’ of the Target Company, by the following:

1. Kumar Mangalam Birla;
2. Aditya Vikram Kumar Mangalam Birla HUF;
3. Rajashree Birla;
4. Neerja Birla;
5. Vasavadatta Bajaj;
6. Birla Group Holdings Private Limited
7. IGH Holdings Private Limited;
8. Umang Commercial Company Private Limited;
9. Grasim Industries Limited;
10. Hindalco Industries Limited;
11. Pilani Investment and Industries Corporation Limited;
12. ABNL Investment Limited;
13. Birla Consultants Limited;
14. Birla Industrial Finance (India) Limited; and
15. Birla Industrial Investments (India) Limited



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Please acknowledge receipt.

Thanking you,

Yours faithfully,

For Birla Group Holdings Private Limited
(on behalf of itself and other acquirers)



(Shrikant Tanaji Chavan)
Company Secretary
ACS: 51704



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 Fashion and Retail Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. Kumar Mangalam Birla; 2. Aditya Vikram Kumar Mangalam Birla HUF; 3. Rajashree Birla; 4. Neerja Birla; 5. Vasavadatta Bajaj; 6. Birla Group Holdings Private Limited 7. IGH Holdings Private Limited; 8. Umang Commercial Company Private Limited; 9. Grasim Industries Limited; 10. Hindalco Industries Limited; 11. Pilani Investment and Industries Corporation Limited; 12. ABNL Investment Limited; 13. Birla Consultants Limited; 14. Birla Industrial Finance (India) Limited; and 15. Birla Industrial Investments (India) Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes, the Acquirer forms part of the Promoter/ Promoter Group		
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)	45,71,64,117	59.07%	59.07%
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)	Nil	N.A.	N.A.
e. Total (a+b+c+d)	45,71,64,117	59.07%	59.07%
Details of acquisition/sale			
a. Shares carrying voting rights acquired/sold (Please see Table B)	5,95,93,649	6.90%	6.90%



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)	5,95,93,649	6.90%	6.90%
After the acquisition/sale, holding of:			
a. Shares carrying voting rights (Please see Table C)	51,67,57,766	59.79	59.79
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	Nil	N.A.	N.A.
e. Total (a+b+c+d)	51,67,57,766	59.79	59.79
Mode of acquisition/sale (e.g. open market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Allotment of equity shares by Aditya Birla Fashion and Retail Limited on 28 th July, 2020, pursuant to rights issue.		
Date of acquisition/sale of shares/VR/ or date of receipt of intimation of allotment of shares, whichever is applicable	30 th July, 2020		
Equity share capital/ total voting capital of the TC before the said acquisition/sale.	Rs. 773,96,74,090 comprising 77,39,67,409 equity shares of Rs. 10 each fully paid up.		
Equity share capital/ total voting capital of the TC after the said acquisition/sale.	Rs. 864,24,44,510 comprising 86,42,44,451 equity shares of Rs. 10 each fully paid up.		
Total diluted share/voting capital of the TC after the said Acquisition	Rs. 864,24,44,510 comprising 86,42,44,451 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.

(**) 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 prior to 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.	Kumar Mangalam Birla;	23,966	0.00	0.00
2.	Aditya Vikram Kumar Mangalam Birla HUF;	780	0.00	0.00
3.	Rajashree Birla;	6,63,696	0.09	0.09
4.	Neerja Birla;	10,270	0.00	0.00
5.	Vasavadatta Bajaj;	9,542	0.00	0.00
6.	Birla Group Holdings Private Limited	17,15,06,727	22.16	22.16
7.	IGH Holdings Private Limited;	8,50,30,930	10.99	10.99
8.	Umang Commercial Company Private Limited;	6,49,72,778	8.39	8.39
9.	Grasim Industries Limited	8,73,80,613	11.29	11.29
10.	Hindalco Industries Limited;	4,49,82,142	5.81	5.81
11.	Pilani Investment and Industries Corporation Limited;	21,88,866	0.28	0.28
12.	ABNL Investment Limited;	69,327	0.01	0.01
13.	Birla Consultants Limited;	1,49,006	0.02	0.02
14.	Birla Industrial Finance (India) Limited; and	1,44,508		
15.	Birla Industrial Investments (India) Limited; and	30,966	0.00	0.00
	Total	45,71,64,117	59.07	59.07

(*) 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.

(**) 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.	Kumar Mangalam Birla;	10,000	0.00	0.00
2.	Aditya Vikram Kumar Mangalam Birla HUF;	1,000	0.00	0.00
3.	Rajashree Birla;	2,00,000	0.02	0.02
4.	Neerja Birla;	10,000	0.00	0.00
5.	Vasavadatta Bajaj;	10,000	0.00	0.00
6.	Birla Group Holdings Private Limited	46,240	0.01	0.01
7.	IGH Holdings Private Limited;	4,19,00,000	4.85	4.85
8.	Umang Commercial Company Private Limited;	94,220	0.01	0.01
9.	Grasim Industries Limited	1,02,13,318	1.18	1.18
10.	Hindalco Industries Limited;	52,57,652	0.61	0.61
11.	Pilani Investment and Industries Corporation Limited;	18,00,000	0.21	0.21
12.	ABNL Investment Limited;	8,103	0.00	0.00
13.	Birla Consultants Limited;	17,416	0.00	0.00
14.	Birla Industrial Finance (India) Limited; and	22,000	0.00	0.00
15.	Birla Industrial Investments (India) Limited.	3,700	0.00	0.00
	TOTAL	5,95,93,649	6.90	6.90

(*) 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.

(**) 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 C**Details of Shares carrying voting rights, after the acquisition:**

Sr. No.	Name of the Shareholder	Total number of equity shares held after 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.	Kumar Mangalam Birla;	33,966	0.00	0.00
2.	Aditya Vikram Kumar Mangalam Birla HUF;	1,780	0.00	0.00
3.	Rajashree Birla;	8,63,696	0.10	0.10
4.	Neerja Birla;	20,270	0.00	0.00
5.	Vasavadatta Bajaj;	19,542	0.00	0.00
6.	Birla Group Holdings Private Limited	17,15,52,967	19.85	19.85
7.	IGH Holdings Private Limited;	12,69,30,930	14.69	14.69
8.	Umang Commercial Company Private Limited;	6,50,66,998	7.53	7.53
9.	Grasim Industries Limited	9,75,93,931	11.29	11.29
10.	Hindalco Industries Limited;	5,02,39,794	5.81	5.81
11.	Pilani Investment and Industries Corporation Limited;	39,88,866	0.46	0.46
12.	ABNL Investment Limited;	77,430	0.01	0.01
13.	Birla Consultants Limited;	1,66,422	0.02	0.02
14.	Birla Industrial Finance (India) Limited; and	1,66,508	0.02	0.02
15.	Birla Industrial Investments (India) Limited.	34,666	0.00	0.00
	TOTAL	51,67,57,766	59.79	59.79

(*) 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.

(**) 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.

**For Birla Group Holdings Private Limited
(on behalf of itself and other acquirers)**



**(Shrikant Tanaji Chavan)
Company Secretary
ACS: 51704**



Place: Mumbai
Date: 03.08.2020