BRFL
Bombay Rayon Fashions Ltd.

NSE/297/2011-12 **December 10, 2011**

National Stock Exchange of India Limited
Exchange Plaza
Bandra – Kurla Complex, Bandra (East)
Mumbai – 400 051

Dear Sir,

Re: Scrip Code BRFL

Ref: Disclosure under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) regulations, 2011

With reference to above, find enclosed herewith the copy of the disclosure received from one of the shareholder of the Company, AAA United B. V. under regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) regulations, 2011.

This is for your information and records.

Yours faithfully,
For **Bombay Rayon Fashions Limited**
Prach
Prachi Deshpande
Company Secretary

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REVISED

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

1.	Name of the Target Company (TC)	BOMBAY RAYON FASHIONS LIMITED		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	ACQUIRER – AAA UNITED B.V. PERSONS ACTING IN CONCERT - AKTIESELSKABET AF 1/8 2004		
3.	Whether the acquirer belongs to Promoter/Promoter group	THE ACQUIRER INTENDS TO BE RECOGNISED AS ONE OF THE PERSONS ACTING IN CONCERT ALONGWITH THE PRESENT PROMOTERS AND PROMOTER GROUP OF THE TARGET COMPANY WITHOUT SEEKING ANY MANAGEMENT RIGHTS, CONTROL, REPRESENTATION ON THE BOARD OF THE TARGET COMPANY AND/OR CONTROL OF POLICY DECISIONS OF THE TARGET COMPANY. THE HOLDING OF THE ACQUIRER WILL BE SHOWN UNDER THE PROMOTER AND PROMOTER GROUP CATEGORY.		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BOMBAY STOCK EXCHANGE LIMITED AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED		
5.	Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition/disposal under consideration, holding of :				
a)	Shares carrying voting rights	1,80,00,400	13.37%	12.67%
b)	Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
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)	3,30,00,000[1]	N.A.	N.A.
Total (a+b+c)		5,10,00,400	13.37%	12.67%
Details of acquisition/sale				
a)	Shares carrying voting rights acquired	3,30,00,000[2]	24.52%	23.22%
b)	VRs acquired otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL
Total (a+b+c)		3,30,00,000	24.52%	23.22%

[1] Represents the GDRs (having no voting rights) held by the Acquirer. Each GDR represents one equity share of the TC.

[2] Equity Shares acquired upon conversion of GDRs

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	5,10,00,400	37.89%	35.89%
b) VRs otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL
Total (a+b+c)	5,10,00,400	37.89%	35.89%
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	CONVERSION OF GDRS		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 07, 2011		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	Equity Share Capital: 13,46,00,000 equity shares		
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	13,46,00,000 equity shares		
10. Total diluted share/voting capital of the TC after the said acquisition/sale	14,21,00,000 equity shares[3]		

Note:

(*) 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.

FOR AAA UNITED B.V.

LISE KAAE
AUTHORISED SIGNATORY

Place: Brande, Denmark
Date: December 09, 2011

[3] Including the outstanding 75,00,000 warrants which are due for conversion by April 2012