



August 7, 2015

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.
Fax # 022 2272 3121

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051.
Fax # 022- 2659 8237/38
2659 8120

Sub.: Composite Scheme of Arrangement amongst Pantaloons Fashion & Retail Limited("the Company"), Aditya Birla Nuvo Limited, Madura Garments Lifestyle Retail Company Limited and their respective shareholders and creditors("the Composite Scheme of Arrangement")

Ref: [Scrip Code: BSE – 535755; NSE – PFRL]

Dear Sir/Madam,

In reference to the above captioned subject, request you to please note that, by an Order dated Friday, July 31, 2015(*"said Order"*), the Hon'ble High Court of Judicature at Bombay has directed the Company to convene separate meetings of the Equity Shareholders and Unsecured Creditors of the Company on September 7, 2015 at 11:00 a.m. and 12:30 p.m., respectively, for the purpose of considering, and if thought fit, approving with or without modification(s), the Composite Scheme of Arrangement.

In addition, the Company is seeking the approval of its Public Shareholders to the Composite Scheme of Arrangement by way of Postal Ballot and e-voting, as set out under circular number CIR/CFD/DIL/5/2013 dated February 4, 2013 read with circular number CIR/CFD/DIL/8/2013 dated May 21, 2013, both issued by the Securities and Exchange Board of India

Pursuant to Sub-Clauses (c) and (e) of Clause 31 of the Equity Listing Agreement, please find enclosed herewith the following:

1. three copies of the Notices of the Court Convened Meeting of Equity Shareholders along with the Notice of Postal Ballot including e-voting together with annexures thereto;



Pantaloons Fashion & Retail Limited

Regd. Office: 701-704, 7th Floor, Skyline Icon Business Park, 86-92 Off Andheri-Kurla Road, Marol Village, Andheri East, Mumbai, Maharashtra-400059, India

Tel: +91-8652905000 Fax: +91-8652905400

CIN: L18101MH2007PLC233901 Email: nfrl@pantaloons.adityabirla.com Website: www.pantaloons.com



2. three copies of Notice of the Court Convened Meeting of the Unsecured Creditors of the Company together with annexures thereto;
3. three copies of Notice convening the Court Convened Meetings as per Form No. 38 (Rule 74) of the Companies (Court) Rule 1959 published in Free Press Journal (*Mumbai edition*) and Navshakti (*Mumbai edition*) under the said Order; and
4. three copies of advertisement published as per the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014 about having dispatched the Postal Ballot Papers to all the Public Shareholders of the Company

The above is for your reference and record.

Thanking You,
For **Pantaloons Fashion & Retail Limited**


Geetika Anand
Company Secretary & Compliance Officer



Encl.: a/a

Pantaloons Fashion & Retail Limited

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