

INOX BENEFIT TRUST

June 25, 2013

✓ **National Stock Exchange of India Limited**
Exchange Plaza,
Plot No. C / 1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai - 51.

Hand Delivery

BSE Limited
Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Hand Delivery

Dear Sir / Madam,

Sub: Disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

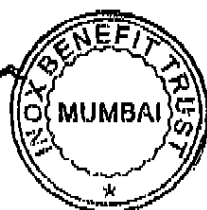
Please find enclosed herewith Disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of acquisition of shares of Fame India Limited (Fame) pursuant to a Composite Scheme of Amalgamation.

Please find the same in order.

Thanking you.

Yours faithfully,
For Inox Benefit Trust

Pavan Jain
Pavan Jain
Trustee

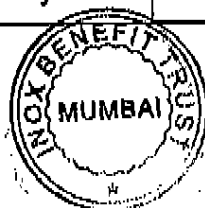


Encl: as above

Registered Office: 5th Floor, Viraj Towers, Next to Andheri Flyover, Western Express Highway, Andheri (E), Mumbai -400 093, Tel (91 22) 40626900, Fax (91 22) 40626999

**DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF
SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Fame India Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Inox Benefit Trust		
3. Whether the acquirer belongs to Promoter/Promoter group	No.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition 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 under consideration, holding of:			
a) Shares carrying voting rights	a) Nil	a) Nil	a) Nil
b) Voting rights (VR) otherwise than by equity shares	b) Nil	b) Nil	b) 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)	c) Nil	c) Nil	c) Nil
Total (a+b+c)	Nil	Nil	Nil
Details of Acquisition			
a) Shares carrying voting rights acquired	a) 3,90,90,512	a) 70.69%	a) 70.69%
b) VRs acquired otherwise than by equity shares	b) Nil	b) Nil	b) 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	c) Nil	c) Nil	c) Nil
Total (a+b+c)	3,90,90,512	70.69%	70.69%
After the acquisition, holding of:			
a) Shares carrying voting rights	a) 3,90,90,512	a) 70.69%	a) 70.69%
b) VRs otherwise than by equity shares	b) Nil	b) Nil	b) Nil
c) Warrants/convertible securities/any other			



Raman Kumar

instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	c) Nil	c) Nil	c) Nil
Total (a+b+c)	3,90,90,512	70.69%	70.69%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / Inter-se transfer, etc.)	The shares are vested in the trustees of Inox Benefit Trust pursuant to a Composite Scheme of Amalgamation between Fame India Limited, Fame Motion Pictures Limited, Big Pictures Hospitality Services Private Limited & Headstrong Films Private Limited with Inox Leisure Limited as approved by Gujarat High court & High Court of Bombay.		
7. Date of acquisition off/ 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.	21.06.2013		
8. Equity share capital / total voting capital of the TC before the said acquisition	55,29,95,290 equity shares of Rs. 10 each.		
9. Equity share capital/ total voting capital of the TC after the said acquisition	55,29,95,290 equity shares of Rs. 10 each.		
10. Total diluted share/voting capital of the TC after the said acquisition	55,29,95,290 equity shares of Rs. 10 each.		

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.

Place: Mumbai

Date: 25 June 2013



For Inox Benefit Trust

Pavan Jain
Pavan Jain

Trustee