



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(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find enclosed herewith Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of transfer of shares of Fame India Limited (Fame) to Inox Benefit Trust pursuant to a Composite Scheme of Amalgamation.

Please find the same in order.

Thanking you.

Yours faithfully,
For Inox Leisure Limited


Miket Shashikant Bahuva
Deputy Company Secretary
& Senior Manager - Legal

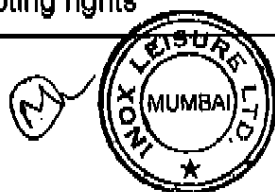


Encl: as above



**DISCLOSURES UNDER REGULATION 29(2) 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/Seller and Persons Acting in Concert (PAC) with the acquirer/seller	Inox Leisure Limited		
3. Whether the acquirer/Seller belongs to Promoter/Promoter group	Yes.		
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 / 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/Sale under consideration, holding of:			
a) Shares carrying voting rights	a) 3,90,90,512	a) 70.69%	a) 70.69%
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)	3,90,90,512	70.69%	70.69%
Details of Acquisition/Sale			
a) Shares carrying voting rights acquired/sold	a) 3,90,90,512	a) 70.69%	a) 70.69%
b) VRs acquired/sold 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/sold	c) Nil	c) Nil	c) Nil
Total (a+b+c)	3,90,90,512	70.69%	70.69%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	a) Nil	a) Nil	a) Nil



b) VRs otherwise than by equity shares 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	b) Nil c) Nil	b) Nil c) Nil	b) Nil c) Nil
Total (a+b+c)	NIL	NIL	NIL
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	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, the equity shares of Fame India Limited held by Inox Leisure Limited are vested in the trustees of Inox Benefit Trust.		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	21.06.2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	55,29,95,290 equity shares of Rs. 10 each.		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	55,29,95,290 equity shares of Rs. 10 each.		
10. Total diluted share/voting capital of the TC after the said acquisition/Sale	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 Leisure Limited

M. Shashikant Bahuva
Miket Shashikant Bahuva

**Deputy Company Secretary
& Senior Manager – Legal**