



**Reliance Capital Asset
Management Limited**

One Indiabulls Centre - Tower One
12th Floor, Jupiter Mills Compound
841, Senapati Bapat Marg
Elphinstone Road, Mumbai - 400 013
CIN : U65910MH1995PLC220793

Tel: +91 22 3099 4600
Fax: +91 22 3099 4699
www.reliancemutual.com

RMF/68/2/2015

February 27, 2015

**National Stock Exchange of India Limited
Listing Department**

Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

BSE Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Dear Sir / Madam,

Sub: Disclosure pursuant to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

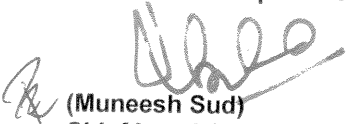
This is to inform you, that we have sold shares of "GREAVES COTTON LIMITED" (on behalf of Reliance Mutual Fund.)

The requisite disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is attached herewith.

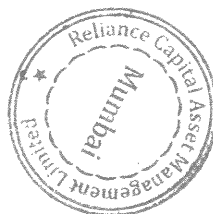
Kindly acknowledge the receipt hereof.

Yours truly,

For Reliance Capital Asset Management Limited


(Muneesh Sud)
Chief Legal & Compliance Officer

C.C.



M/s Greaves Cotton Limited,
The Company Secretary,
3rd Floor, Motilal Oswal Tower,
Junction of Gokhale and Sayani Road,
Prabhadevi, MUMBAI - 400025

Fax: 022- 24397555

Email: investorservices@greavescotton.com

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	GREAVES COTTON LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Reliance Capital Trustee Co Ltd A/c through various schemes of Reliance Mutual Fund Contact Address : Reliance Mutual Fund One India Bulls Centre - Tower One 12th floor, Jupiter Mills Compound, Elphinstone Road, Mumbai - 400013. Tel: 022-30994600 / 4614/ 4771 Fax: 022-30994699		
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	The National Stock Exchange of India Ltd, BSE 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 sale under consideration, holding of :			
a) Shares carrying voting rights	1,74,25,177	7.1354	7.1354
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
Total (a+b+c+d)	1,74,25,177	7.1354	7.1354
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	5,00,000	0.2047	0.2047
b) VRs acquired /sold otherwise than by 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) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
Total (a+b+c+d)	5,00,000	0.2047	0.2047



After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1,69,25,177	6.9307	6.9307
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
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.	-	-	-
Total (a+b+c+d)	1,69,25,177	6.9307	6.9307
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Open Market		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 26, 2015		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 48,84,13,590/-		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 48,84,13,590/-		
10. Total diluted share/voting capital of the TC after the said acquisition / sale	Rs. 48,84,13,590/-		

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

Signature of Authorized Signatory


(Muneesh Sud)
Chief Legal & Compliance Officer



Place: Mumbai
Date: February 27, 2015

FORM C (GREAVES COTTON LIMITED)

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulation 13(3) and (6)]

Regulation 13(3) — Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

Name, PAN No. & address of shareholders	Shareholding prior to acquisition/sale	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares specify	Date of intimation To company	Mode of Acquisition/Sale (market purchase/public rights/Preferential offer etc.)	No. & % of Shares/voting rights post acquisition/sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange On which The trade was executed	Buy quantity	Buy value	Sell quantity	Sell Value (Rs.)
Reliance Capital Trustee Co. Limited A/c -through various schemes of Reliance Mutual Fund PAN No of Reliance Mutual Fund: AAAATR0090B Corporate Office: One Indiabulls Centre, Tower One, 12 th Floor, Jupiter Mills Compound, Elphinstone Road, Mumbai – 400013. Tel: 022-30994600 / 4614/ 4775, Fax: 022-30994699	1,74,25,177 Shares (7.1354%)	5,00,000 Shares (0.2047%)	Sale of shares Date of Sale: February 25, 2015	February 27, 2015	Open Market	1,69,25,177 Shares (6.9307%)	ANAND RATHI SHARES & STOCK BROKERS LTD BSE: INB011371557	BSE Ltd	N A	N A	5,00,000	7,40,00,000

For Reliance Capital Asset Management Limited,


(Muneesh Sud)
Chief Legal & Compliance Officer



Mumbai
February 27, 2015