

# INOX BENEFIT TRUST

13 March 2015

To,  
The Secretary  
**BSE Limited**  
P J Towers,  
Dalal Street,  
Mumbai – 400 001

To,  
The Manager  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G Block, Bandra – Kurla Complex,  
Bandra (East), Mumbai – 400 051

Dear Sir,

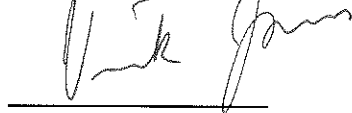
**Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

In terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we enclose herewith disclosure in the prescribed format giving details of Sale of 6.65% shares of Inox Leisure Limited.

Kindly take the above information on record.

Thanking you,

For Inox Benefit Trust



Trustee

CC:

**Company Secretary**  
**INOX LEISURE LIMITED**  
5<sup>th</sup> Floor, Viraj Towers,  
Next to Andheri Flyover,  
Western Express Highway,  
Andheri (East), Mumbai – 400 093

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**Registered Office:** 5<sup>th</sup> 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(2) OF SEBI (SUBSTANTIAL ACQUISITION OF  
SHARES AND TAKEOVERS) REGULATIONS, 2011**

|                                                                                                                                                                          |                                                         |                                                         |                                                            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|------------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                       | Inox Leisure Limited                                    |                                                         |                                                            |
| 2. Name(s) of the acquirer/Seller and Persons Acting in Concert (PAC) with the acquirer/seller                                                                           | Inox Benefit Trust                                      |                                                         |                                                            |
| 3. Whether the acquirer/seller belongs to Promoter/Promoter group                                                                                                        | No                                                      |                                                         |                                                            |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                    | BSE Limited<br>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 (*) |
| <b>Before the acquisition /Sale under consideration, holding of :</b>                                                                                                    |                                                         |                                                         |                                                            |
| a) Shares carrying voting rights                                                                                                                                         | a) 1,07,69,485                                          | a) 11.16%                                               | a) 11.16%                                                  |
| 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                                                     |
| <b>Total (a+b+c)</b>                                                                                                                                                     | <b>1,07,69,485</b>                                      | <b>11.16%</b>                                           | <b>11.16%</b>                                              |
| <b>Details of acquisition /Sale</b>                                                                                                                                      | a)                                                      | a)                                                      | a)                                                         |
| a) Shares carrying voting rights acquired/sold                                                                                                                           | <b>14.11.2014 –</b><br>1,87,000 shares                  | 0.19%                                                   | 0.19%                                                      |
|                                                                                                                                                                          | <b>28.01.2015 –</b><br>1,57,000 shares                  | 0.16%                                                   | 0.16%                                                      |
|                                                                                                                                                                          | <b>11.02.2015 –</b><br>1,28,435 shares                  | 0.13%                                                   | 0.13%                                                      |
|                                                                                                                                                                          | <b>19.02.2015 –</b><br>2,12,484 shares                  | 0.22%                                                   | 0.22%                                                      |
|                                                                                                                                                                          | <b>27.02.2015 –</b>                                     | 0.12%                                                   | 0.12%                                                      |



|                                                                                                                                                                                            |                                                                                                                   |              |              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|--------------|--------------|
|                                                                                                                                                                                            | 118,195 shares                                                                                                    |              |              |
|                                                                                                                                                                                            | <b>02.03.2015</b> –                                                                                               | 0.12%        | 0.12%        |
|                                                                                                                                                                                            | 1,14,595 shares                                                                                                   |              |              |
|                                                                                                                                                                                            | <b>05.03.2015</b> –                                                                                               | 0.002%       | 0.002%       |
|                                                                                                                                                                                            | 1,684 shares                                                                                                      |              |              |
|                                                                                                                                                                                            | <b>12.03.2015</b> –                                                                                               | 4.67%        | 4.67%        |
|                                                                                                                                                                                            | 45,00,000 shares                                                                                                  |              |              |
|                                                                                                                                                                                            | <b>13.03.2015</b> –                                                                                               | 1.04%        | 1.04%        |
|                                                                                                                                                                                            | 10,00,000 shares                                                                                                  |              |              |
| 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       |
| <b>Total (a+b+c)</b>                                                                                                                                                                       | <b>64,19,393</b>                                                                                                  | <b>6.65%</b> | <b>6.65%</b> |
| <b>After the acquisition /sale, holding of:</b>                                                                                                                                            |                                                                                                                   |              |              |
| a) Shares carrying voting rights                                                                                                                                                           | a) 43,50,092                                                                                                      | a) 4.51%     | a) 4.51%     |
| b) VRs 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) after acquisition | c) Nil                                                                                                            | c) Nil       | c) Nil       |
| <b>Total (a+b+c)</b>                                                                                                                                                                       | <b>43,50,092</b>                                                                                                  | <b>4.51%</b> | <b>4.51%</b> |
| 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                                                               | <b>14.11.2014</b> – 1,87,000 shares<br><b>28.01.2015</b> – 1,57,000 shares<br><b>11.02.2015</b> – 1,28,435 shares |              |              |

|                                                                                             |                                                                                                                                                                                                                                      |
|---------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                             | <b>19.02.2015</b> – 2,12,484 shares<br><b>27.02.2015</b> – 118,195 shares<br><b>02.03.2015</b> – 1,14,595 shares<br><b>05.03.2015</b> – 1,684 shares<br><b>12.03.2015</b> – 45,00,000 shares<br><b>13.03.2015</b> – 10,00,000 shares |
| 8. Equity share capital / total voting capital of the TC before the said acquisition-/ sale | Rs. 96,45,77,540 consisting of 9,64,57,754 equity shares of Rs. 10 each.                                                                                                                                                             |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition-/ sale   | Rs. 96,45,77,540 consisting of 9,64,57,754 equity shares of Rs. 10 each.                                                                                                                                                             |
| 10. Total diluted share/voting capital of the TC after the said acquisition-/sale           | Rs. 96,45,77,540 consisting of 9,64,57,754 equity shares of Rs. 10 each.                                                                                                                                                             |

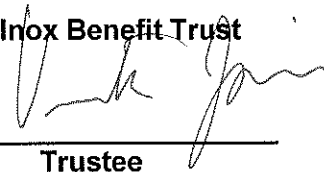
**Note:**

(\*) 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: Noida**

**Date: 13 March 2015**

**For Inox Benefit Trust**

  
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**Trustee**