

Annamma Philip

**No 4-A 'Chandrika'
DP Towers
No 8 College Lane
Chennai 600006**

April 13, 2015

1. National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra- Kurla Complex
Bandra (E)
Mumbai 400051
2. Bombay Stock Exchange Limited
Floor 24, Phiroze Jeebhoy Towers,
Dalal Street,
Mumbai 400001
3. Company Secretary
MRF Limited
114, Greaves Road,
Chennai 600006

Dear Sirs,

Sub: Disclosure in terms of Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Find enclosed herewith the disclosure in terms of Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the specified format, regarding release of pledge of shares by Mrs. Annamma Philip.

Thanking you,

Yours truly,



Annamma Philip

Encl: a/a

ANNEXURE - 3

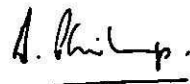
Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	MRF Limited
Names of the Stock Exchanges where the shares of the target company are listed	The National Stock Exchange Limited BSE Limited
Date of reporting	13/04/2015
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Annamma Philip

Details of the creation/invocation/release of encumbrance:

Name of the promoter(s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered(2)		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares {creation[(2)+(3)]/release[(2)-(3)]/invocation [(2)-(3)]}		
	No. of shares	% of total share capital	% w.r.t. diluted share capital(*)	No. of shares	% of total share capital	Type of event (creation/release/invocation)	Date of creation/invocation or release of encumbrance	Type of encumbrance (pledge/lien/non disposal undertaking/others)	No. of shares	% of total share capital	Name of the entity in whose favor shares are encumbered	No. of shares	% of total share capital
Annamma Philip	13793	0.33	NA	6550	0.15	Invocation	28/01/2015	Pledge	1150	0.03	Cholamandalam Investment & Finance Company Ltd	5400	0.13

Signature of the Authorized Signatory



Place: Chennai

Date: 13/04/2015

(**) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share 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.