

April 12, 2021

**The Company Secretary
The Phoenix Mills Limited**
462, Senapati Bapat Marg,
Lower Parel, Mumbai-
400013

BSE Limited
Phiroze Jeejeebhoy
Towers, Dalal Street, Fort,
Mumbai -400001

**National Stock Exchange of
India Limited**
Exchange Plaza, Plot No. C-1,
G-Block, Bandra Kurla
Complex, Bandra (East),
Mumbai- 400051

Scrip Code: 503100

Symbol: PHOENIXLTD

Dear Sir / Madam,

Sub.: Disclosure under Regulation 30(2) and Declaration under Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI Takeover Regulations')

I, Atul Ashokkumar Ruia, Promoter of The Phoenix Mills Limited ('Company'), enclose herewith disclosure of my shareholding, along with Promoter Group and Persons Acting in Concert, in the Company as on March 31, 2021, in terms of Regulation 30(2) and a declaration under Regulation 31(4) of the SEBI Takeover Regulations as the Promoter and on behalf of Promoter Group and Persons Acting in Concert for your information and records.

You are requested to take the enclosed disclosure on record.

Thanking You,

Yours sincerely,

Atul
Ashokkumar
Ruia
Ruia

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Atul Ashokkumar
Date: 2021.04.12
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Atul Ashokkumar Ruia

For and on behalf of the Promoter, Promoter Group and Persons Acting in Concert (PACs)

Encl.: As above

Disclosures under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	The Phoenix Mills Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited ('BSE') National Stock Exchange of India Limited ('NSE')		
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of voting rights of the TC OR b. Name (s) of promoter(s), member of the promoter group and PAC with him	<u>Promoter:</u> 1. Atul Ashokkumar Ruia <u>Promoter Group:</u> 1. Amla Ashokkumar Ruia 2. Gayatri Atul Ruia 3. Sharmila Dalmia 4. Ruia International Holding Company Private Limited 5. Senior Advisory Services Private Limited 6. Radhakrishna Ramnarain Private Limited 7. Ashok Apparels Private Limited 8. Ashton Real Estate Development Private Limited 9. Sharanya A. Ruia Beneficiary Trust 10. Ashok Ruia Family Trust 11. Atul Ruia Family Trust		
4. Particulars of the shareholding of person(s) mentioned at (3) above	<i>Number of Shares</i>	<i>% w.r.t. total share/voting capital wherever applicable(**)</i>	<i>% total diluted share/voting capital of the TC (*)</i>
As of March 31, 2021, holding of			
a) Shares			
Promoter			
Atul Ashokkumar Ruia	33,21,000	1.93	1.93
Promoter Group			
Amla Ashokkumar Ruia	6,36,737	0.37	0.37
Gayatri Ruia	NIL	NIL	NIL
Sharmila Dalmia	2,68,853	0.16	0.16
Ruia International Holding Company Private Limited	4,93,47,248	28.71	28.71
Senior Advisory Services Private Limited	1,44,90,049	8.43	8.43

Radhakrishna Ramnarain Private Limited	1,67,800	0.10	0.10
Ashok Apparels Private Limited	96,70,665	5.63	5.63
Ashton Real Estate Development Private Limited	33,200	0.02	0.02
Sharanya A. Ruia Beneficiary Trust	2,78,935	0.16	0.16
Ashok Ruia Family Trust (Atul Ashokkumar Ruia Holding as Trustee for Ashok Ruia Family Trust)	NIL	NIL	NIL
Atul Ruia Family Trust (Atul Ashokkumar Ruia Holding as Trustee for Atul Ruia Family Trust)	NIL	NIL	NIL
b) Voting Rights (otherwise than by shares)	-	-	-
c) Warrants	-	-	-
d) Convertible Securities	-	-	-
e) Any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC	-	-	-
Total	7,82,14,487	45.51	45.51

Part B[#]**Name of Target Company:** The Phoenix Mills Limited

Sr. No.	Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter group	PAN of the person and PACs
1.	Atul Ashokkumar Ruia	Promoter	
2.	Amla Ashokkumar Ruia	Promoter Group	
3.	Gayatri Atul Ruia	Promoter Group	
4.	Sharmila Dalmia	Promoter Group	
5.	Ruia International Holding Company Private Limited	Promoter Group	
6.	Senior Advisory Services Private Limited	Promoter Group	
7.	Radhakrishna Ramnarain Private Limited	Promoter Group	
8.	Ashok Apparels Private Limited	Promoter Group	
9.	Ashton Real Estate Development Private Limited	Promoter Group	
10.	Sharanya A. Ruia Beneficiary Trust	Promoter Group	
11.	Ashok Ruia Family Trust (Atul Ashokkumar Ruia Holding as Trustee for Ashok Ruia Family Trust)	Promoter Group	
12.	Atul Ruia Family Trust (Atul Ashokkumar Ruia Holding as Trustee for Atul Ruia Family Trust)	Promoter Group	

Atul
Ashokkumar
Ruia

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Atul Ashokkumar
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Atul Ashokkumar Ruia

For and on behalf of Promoter, Promoter Group and Persons Acting in Concert (PACs)

Date : April 12, 2021**Place** : Mumbai**Notes:**

1. In case of promoter(s) making disclosure under Regulation 30(2), no additional disclosure under Regulation 30(1) is required.
 - (*) 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.
 - (**) Calculated with reference to the paid-up capital of the target company being ₹ 34,37,42,352/- (17,18,71,176 Equity Shares of ₹ 2/- each.)
 - (#) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

April 12, 2021

**The Company Secretary /
Audit Committee
The Phoenix Mills
Limited** 462, Senpati
Bapat Marg, Lower Parel,

BSE Limited
Phiroze Jeejeebhoy
Towers, Dalal Street, Fort,
Mumbai -400001

**National Stock Exchange of
India Limited**
Exchange Plaza, Plot No. C-1,
G-Block, Bandra Kurla
Complex, Bandra (East),
Mumbai- 400051

Scrip Code: 503100

Symbol: PHOENIXLTD

Dear Sir / Madam,

Sub: Declaration of compliance with Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

In terms of the provisions of Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, Atul Ashokkumar Ruia, Promoter of The Phoenix Mills Limited, do hereby confirm, for and on behalf of the Promoter, Members of the Promoter Group and Persons Acting in Concert that:

Neither the Promoter nor any Member of the Promoter Group of The Phoenix Mills Limited ("Company"), along with Persons Acting in Concert, have made any encumbrance, directly or indirectly, in respect of their shareholding in the Company, other than those already disclosed during financial year 2020-21.

Thanking You,
Yours sincerely,

Atul
Ashokku
mar Ruia

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by Atul
Ashokkumar Ruia
Date: 2021.04.12
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Atul Ashokkumar Ruia

For and on behalf of Promoter, Promoter Group and Persons Acting in Concert (PACs)