

RUIA INTERNATIONAL HOLDING COMPANY PRIVATE LIMITED

Regd. Office: C/o Market City Resources Pvt. Ltd., R.R. Hosiery Building, Shree Laxmi Woollen Mills Estate, Off Dr.
E. Moses Road, Mahalaxmi, Mumbai- 400011.

CIN: U45201MH2006PTC165254, Tel: 022-30016600, Fax:022-30016818

June 30, 2014

To

**The Corporate Relationship Department
Bombay Stock Exchange Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001
Fax: 22722037/39/41/61

**The Listing Department,
The National Stock Exchange of India Ltd**

Bandra-Kurla Complex, Mumbai.
Fax: 022-26598237/38

**Scrip Code: 503100
NSE Symbol: PHOENIXLTD
ISIN Code: INE211B01039**

Dear Sir(s),

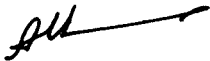
Ref: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Regulations")

Pursuant to the requirements of Regulation 29(2) of the aforesaid Regulations, the disclosure in the prescribed form is enclosed herewith.

Kindly take the same on record.

Regards,

For Ruia International Holding Company Private Limited



**Director/Authorised Signatory
DIN: 00086762**

Encl.: as above

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

Name of the Target Company (TC)	The Phoenix Mills Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Ruia International Holding Company Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
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 under consideration, holding of :			
a) Shares carrying voting rights	49,199,237	33.97	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/others)			
c) Voting rights (VR) otherwise than by 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)			
e) Total (a+b+c+d)	49,199,237	33.97	N.A.
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	7,800	0.005	N.A.
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			
e) Total (a+b+c+/-d)	7,800	0.005	N.A.

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	49,207,037	33.97	N.A.
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			
e) Total (a+b+c+d)	49,207,037	33.97	N.A.
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market Purchase		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	27.06.2014		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 289,690,890 (144,845,445 Equity Shares)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 289,690,890 (144,845,445 Equity Shares)		
Total diluted share/voting capital of the TC after the said acquisition	N.A.		

(*) 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.

For Ruia International Holding Company Private Limited



Signature of the acquirer / ~~seller~~ / Authorised Signatory

Place: Mumbai

Date: 30.06.2014