

RHC Holding Private Limited

REGD. OFF. : 54, JANPATH, NEW DELHI – 110001. PH. : (91-11) 40188100 FAX : (91-11) 40188150-51
CIN : U67190DL2007PTC162322 Email : rhcholding@gmail.com

Date: 01.05.2015

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 <i>Kind Attn: The Manager, Listing Department</i>	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. <i>Kind Attn: The General Manager (CRD)</i>
--	---

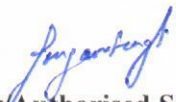
Sub.: Disclosure pursuant to Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding Acquisition of Equity Shares of Religare Enterprises Limited.

Dear Sir/Madam,

In compliance with Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclose herewith in the prescribed format, a self-explanatory description of the details of the acquisition of 1,50,00,000 equity shares of Religare Enterprises Limited by way of inter-se transfer of shares amongst persons who are part of promoter group of the company.

Thanking you,

Yours faithfully,
For RHC Holding Private Limited


Director/Authorised Signatory



Disclosures under Regulation 10(6) -Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Religare Enterprises Ltd.	
2.	Name of the acquirer(s)	RHC Holding Pvt. Ltd. (the “Acquirer”)	
3.	Name of the Stock Exchange where shares of the TC are listed	1) BSE Ltd. 2) National Stock Exchange of India Ltd.	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Inter-se transfer of shares amongst persons who are part of promoter group of the TC	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes Yes 05.03.2015	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
a.	Name of the transferor / seller	1.Malav Holdings Private Limited 2.Shivi Holdings Private Limited	Yes
b.	Date of acquisition	30.04.2015	Yes
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	50,00,000# shares from Malav Holdings Private Limited and 10,00,000## from Shivi Holdings Private Limited i.e. total 15,00,000 shares	Yes
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	2.80% from Malav Holdings Private Limited and 5.61% from Shivi Holdings Private Limited i.e. total 8.41%	Yes



e.	Price at which shares are proposed to be acquired / actually acquired	Rs.335 per Share		Yes	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a	Each Acquirer / Transferee(*)				
	RHC Holding Private Ltd.	24709358	13.86	39709358	22.27
	Persons acting in Concert (excluding Sellers):				
	1.RHC Finance Pvt. Ltd.	29112634	16.33	29112634	16.33
	2.Malvinder Mohan Singh	11123525	6.24	11123525	6.24
	3.Shivinder Mohan Singh	10876602	6.10	10876602	6.10
	4.Aditi Shivinder Singh	166	0.00	166	0.00
	5.Japna Malvinder Singh	166	0.00	166	0.00
	6.Abhishek Singh	50	0.00	50	0.00
	Total	75822501	42.52	90822501	50.93
b	Each Seller / Transferor				
	Malav Holdings Private Limited	5000000	2.80	0	0
	Shivi Holdings Private Limited	10000000	5.61	0	0
	Total	15000000	8.41	0	0

#These,50,00,000 shares, constituting 2.80% of the total issued and paid up share capital of Religare Enterprises Limited, had been encumbered by Malav Holdings Private Limited in favour of lenders. The encumbrance on these shares was released prior to the transfer in favour of RHC Holding Private Limited and recreated by RHC Holding Private Limited, post the transfer. Malav Holdings Private Limited has separately filed disclosure under Regulation 31(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**") regarding the release of the encumbrance. RHC Holding Private Limited has separately filed a disclosure under Regulation 31(1) of the Takeover Regulations regarding the creation of the encumbrance.

#These,10,00,000 shares, constituting 5.61% of the total issued and paid up share capital of Religare Enterprises Limited, had been encumbered by Shivi Holdings Private Limited in favour of lenders. The encumbrance on these shares was released prior to the transfer in favour of RHC Holding Private Limited and recreated by RHC Holding Private Limited, post the transfer. Shivi Holdings Private Limited has separately filed disclosure under Regulation 31(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**")

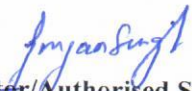


regarding the release of the encumbrance. RHC Holding Private Limited has separately filed a disclosure under Regulation 31(1) of the Takeover Regulations regarding the creation of the encumbrance.

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For RHC Holding Private Limited


Director/Authorised Signatory

Place: New Delhi

Date: 01.05.2015

