

**Date:** December 11, 2013

To,  
**Tree House Education & Accessories Limited**  
702, 'C', Morya House, Off New Link Road,  
Andheri (West), Mumbai – 400 053

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza, plot No. C/1, G Block,  
Bandra Kurla Complex,  
Mumbai – 400 051

**MCX Stock Exchange Limited**  
Suren Road, Andheri (East)  
Mumbai – 400 093

Sub.: Disclosure under Regulation 29(2) of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation 2011

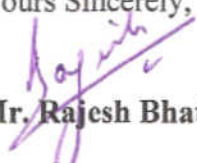
Scrip Code: 533540/TREEHOUSE

Dear Sirs,

Please see enclosed the details of disclosure required in terms of Regulation 29(2) of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation 2011 for the purchase of 32625 equity shares of Tree House Education & Accessories Limited ("**Company**") by the promoter of the Company.

Kindly acknowledge the receipt of the same.

Thanking You,  
Yours Sincerely,

  
**Mr. Rajesh Bhatia**

**Encl.:** As Above

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                                                        |                                                                                       |                                                             |                                                             |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                                        | TREE HOUSE EDUCATION & ACCESSORIES LIMITED                                            |                                                             |                                                             |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                                          | RAJESH BHATIA                                                                         |                                                             |                                                             |
| Whether the acquirer belongs to Promoter / Promoter group                                                                                                                                              | YES (PROMOTER)                                                                        |                                                             |                                                             |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                                     | BSE LIMITED<br>NATIONAL STOCK EXCHANGE OF INDIA LIMITED<br>MCX STOCK EXCHANGE 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 (**) |
| <b>Before the acquisition under consideration, holding of :</b>                                                                                                                                        |                                                                                       |                                                             |                                                             |
| a) Shares carrying voting rights                                                                                                                                                                       | 4026208                                                                               | 10.96%                                                      | 10.66%                                                      |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)                                                                                                                  | 890000                                                                                | 2.42%                                                       | 2.36%                                                       |
| c) Voting rights (VR) otherwise than by shares                                                                                                                                                         | 0                                                                                     | 0                                                           | 0                                                           |
| d) Warrants/ <del>convertible securities/any other instrument</del> that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)                  | 1020000                                                                               | 2.78%                                                       | 2.70%                                                       |
| e) Total (a+b+c+d)                                                                                                                                                                                     | 5936208                                                                               | 16.16%                                                      | 15.72%                                                      |
| <b>Details of acquisition/sale</b>                                                                                                                                                                     |                                                                                       |                                                             |                                                             |
| a) Shares carrying voting rights acquired/sold                                                                                                                                                         | 32625                                                                                 | 0.09%                                                       | 0.09%                                                       |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                                         | 0                                                                                     | 0                                                           | 0                                                           |
| c) Warrants/ <del>convertible securities/any other instrument</del> that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold     | 0                                                                                     | 0                                                           | 0                                                           |
| d) Shares encumbered/invoked/released by the acquirer                                                                                                                                                  | 0                                                                                     | 0                                                           | 0                                                           |
| d) Total (a+b+c+d)                                                                                                                                                                                     | 32625                                                                                 | 0.09%                                                       | 0.09%                                                       |
| <b>After the acquisition/sale, holding of:</b>                                                                                                                                                         |                                                                                       |                                                             |                                                             |
| a) Shares carrying voting rights                                                                                                                                                                       | 4058833                                                                               | 11.05%                                                      | 10.75%                                                      |
| b) Shares encumbered with the acquirer                                                                                                                                                                 | 890000                                                                                | 2.42%                                                       | 2.36%                                                       |
| c) VRs otherwise than by shares                                                                                                                                                                        | 0                                                                                     | 0                                                           | 0                                                           |
| d) Warrants/ <del>convertible securities/any other instrument</del> that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | 1020000                                                                               | 2.78%                                                       | 2.70%                                                       |
| d) Total (a+b+c+d)                                                                                                                                                                                     | 5968833                                                                               | 16.24%                                                      | 15.81%                                                      |

*Rajesh*

|                                                                                                                                            |                                                                                                      |
|--------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Open Market                                                                                          |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                 | Acquisition of 20000 Equity Shares on 09.12.2013<br>Acquisition of 12625 Equity Shares on 10.12.2013 |
| Equity share capital / total voting capital of the TC before the said acquisition / sale                                                   | 3,67,45,270 equity shares of Rs. 10/- each                                                           |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                     | 3,67,45,270 equity shares of Rs. 10/- each                                                           |
| Total diluted share/voting capital of the TC after the said acquisition                                                                    | 3,77,65,270 equity shares of Rs. 10/- each                                                           |

(\*) 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.



**Signature**  
**Rajesh Bhatia**

Place: Mumbai

Date: December 11, 2013

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