BAJAJ

Bajaj Holdings & Investment Limited
(formerly Bajaj Auto Limited)
CIN: L35911PN1945PLC004656
Regd. Office : Bajaj Auto Limited Complex,
Mumbai Pune Road, Akurdi, Pune 411035.
Tel.: 020-27472851, Fax :020-27407380
Website: www.bhil.in

23 June, 2015

To,
The Department of
Corporate Services,
BSE Ltd,
1st floor, New Trading
Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai – 400-001.

To,
Corporate Relations
Department.
National Stock Exchange of
India Ltd
Exchange Plaza, 5th Floor
Plot No.C-1, G Block
Bandra-Kurla Complex
Bandra (East),
MUMBAI 400 051

To,
The Company Secretary,
Tree House Education
& Accessories Ltd.
702 C, Morya House,
Off New Link Road,
Andheri (West),
Mumbai ,
Maharashtra, 400053.

BSE Code: 533540

NSE Symbol: TREEHOUSE

Dear Sir,

Re : **Tree House Education & Accessories Ltd.**
Sub: **Disclosure under Reg 29(1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011**

Pursuant Regulation 29(1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, please find enclosed herewith a Disclosure statement in the prescribed format, in respect of the equity shares of Tree House Education & Accessories Ltd. (Target Company) acquired by Bajaj Holdings & Investment Limited, as per details given therein.

Kindly acknowledge receipt.

Thanking you,

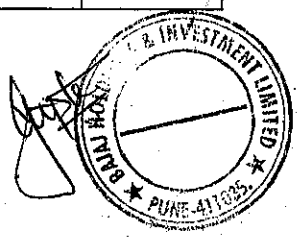
Yours faithfully,
For Bajaj Holdings & Investment Limited.

Vallari Gupte
Company Secretary

Encl: as above

BAJAJ HOLDINGS & INVESTMENT LIMITED * PUNE *

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Part A - Details of the Acquisition			
Name of the Target Company (TC)	**Tree House Education & Accessories Ltd.**		
Name(s) of the Acquirer/ Persons Acting in Concert (PAC) with the Acquirer	**Bajaj Holdings & Investment Limited.**		
Whether the Acquirer belongs to Promoter/Promoter group	**No**		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	**(a) BSE (b) NSE.**		
Details of the acquisition 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 acquirer along with PACs of :			
a) Shares carrying voting rights	2,075,000	4.90	4.90
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by equity 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)	-	-	-
e) Total (a+b+c+d)	2,075,000	4.90	4.90
Details of acquisiton			
a) Shares carrying voting rights acquired	**As per Annexure 'A'**		
b) VRs acquired 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	-	-	-
d) Shares in the nature of encumbrance (pledge/lein/non-disposal undertaking/others)	-	-	-
e) Total (a+b+c+/-d)	66,367	0.16	0.16
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	2,141,367	5.06	5.06
b) VRs otherwise than by equity 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) after acquisition	-	-	-
d) shares in the nature of encumbrance (pledge/ lein/ non-disposal undertaking/others)	-	-	-
e) Total (a+b+c+d)	2,141,367	5.06	5.06



Mode of acquisition (e.g open market/public issue/ rights issue/preferential allotment/ inter-se transfer/encumbrance, etc)	**Open Market**
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	**Equity Shares**
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	**22-Jun-2015**
Equity Share Capital / total voting capital of the TC before the said acquisition	**42,310,724**
Equity Share Capital / total voting capital of the TC after the said acquisition	**42,310,724**
Total diluted share/voting capital of TC after the said acquisition	**42,310,724**

(*) 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 outsanding convertible securities/warrants into equity shares of the TC.

For Bajaj Holdings & Investment Limited

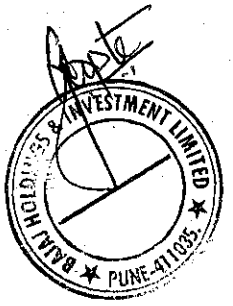
Vallari Gupte
Company Secretary

BAJAJ HOLDINGS & INVESTMENT LIMITED ★ PUNE-411035 ★

Place : Pune
Date: 23 June 2015

Annexure A

Annexure to Disclosure Statement under Reg 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Details of Equity shares of Tree House Education & Accessories Ltd.(Target Company)

S.No.	Name of the Acquirer	No. and % of Shares before Acquisition		No. and % of Shares Acquired			No. and % of Shares after Acquisition	
				Date of Acquisition	No. of shares Acquired	% of shares Acquired		
1	Bajaj Holdings & Investment Ltd. ("BHIL")	2,075,000	4.90	18-Jun-2015	30,000	0.07		
				22-Jun-2015	36,367	0.09		
	Grand Total	2,075,000	4.90		66,367	0.16	2,141,367	5.06