



Ref. No. GIL/CFD/SEC/20/215/SE

2nd March 2020

BSE Limited

Corporate Relationship Department
1st floor, New Trading Ring
Rotunda Building P J Towers,
Dalal Street, Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex
Bandra, Mumbai 400051

Aditya Birla Capital Limited

Indian Rayon Compound,
Veraval 362 266,
Gujarat, India

Dear Sirs,

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

Enclosed is the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with change in voting rights of Grasim Industries Limited (Promoter) and Promoter/Promoter Group on account of allotment of equity shares to Jomei Investments Limited by Aditya Birla Capital Limited (the "Target Company"), on preferential basis.

Since Grasim Industries Limited is the promoter of Target Company, it is making this disclosure on its behalf and also on behalf of Promoter(s) / Members of the Promoter Group/ Person Acting in Concert (PAC).

Please acknowledge the receipt.

Thank you.

Yours faithfully,

For Grasim Industries Limited

(on behalf of itself and other Promoter(s)/Members of the Promoter Group)

Hutokshi Wadia

President & Company Secretary



Encl: as above

Grasim Industries Limited

Aditya Birla Centre, 'A' wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai 400 030, India

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Regd. Office: Birlagram, Nagda – 456 331 (M.P.)



DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

@Details of Acquisition

Name of the Target Company (TC)	Aditya Birla Capital Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Not Applicable, as the change in percentage of shareholding/voting rights is on account of change in share capital of Aditya Birla Capital Limited (Target Company).		
Whether the acquirer belongs to Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India 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 (Please see Table A)	1667672067	72.09%	72.09%
b. Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking / others)	Nil	N.A.	N.A.
c. Voting rights (VR) otherwise than by shares	Nil	N.A.	N.A.
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) (Please see Table A)	33616128	1.45%	1.45%
e. Total (a+b+c+d)	1701288195	73.54%	73.54%

@Details of acquisition/sale

a. Shares carrying voting rights acquired/ sold (Please see Table B)	Nil	N.A.	N.A.
b. VRs acquired/ sold otherwise than by shares	Nil	N.A.	N.A.
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	Nil	N.A.	N.A.
d. Shares encumbered / invoked/ released by the acquirer	Nil	N.A.	N.A.
e. Total (a+b+c+/-d)	Nil	N.A.	N.A.

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@After the acquisition/sale, holding of:			
a. Shares carrying voting rights (Please see Table C)	1667672067	69.10%	69.10%
b. Shares encumbered with the acquirer	Nil	N.A.	N.A.
c. VRs otherwise than by shares	Nil	N.A.	N.A.
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 (Please see Table C)	33616128	1.39%	1.39%
e. Total (a+b+c+d)	1701288195	70.49%	70.49%
@Mode of acquisition/sale (e.g. open market/ public issue / rights issue / preferential allotment / inter-se transfer , etc.)	Change in percentage of shareholding/voting rights of Grasim Industries Limited (Promoter) and Promoter/Promoter Group on account of allotment of equity shares to Jomei Investments Limited by the Stakeholders Relationship Committee of the Board of Directors of Aditya Birla Capital Limited on 27 th February 2020 on preferential basis under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018		
@Date of acquisition/sale of shares/VR/ or date of receipt of intimation of allotment of shares, whichever is applicable	27 th February 2020		
@Equity share capital/ total voting capital of the TC before the said acquisition/sale.	Rs. 23,13,42,33,510 (divided into 2,31,34,23,351 equity shares of face value Rs.10/- each)		
@Equity share capital/ total voting capital of the TC after the said acquisition/sale.	Rs. 24,13,42,33,510 (divided into 2,41,34,23,351 equity shares of face value Rs.10/- each).		
@Total diluted share/voting capital of the TC after the said Acquisition	Rs. 24,13,42,33,510 (divided into 2,41,34,23,351 equity shares of face value Rs.10/- each).		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 27th February 2020.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(@) Post change in share capital of Aditya Birla Capital Limited





Table A

@Details of Shares carrying voting rights, before the acquisition:

Sr. No.	Name of the Shareholder	@Total number of equity shares held prior to the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Grasim Industries Limited	1309240000	56.59%	56.59%
2.	Shri Kumar Mangalam Birla	51790	0.00%	0.00%
3.	Aditya Vikram Kumar Mangalam Birla HUF	125608	0.01%	0.01%
4.	Smt. Rajashree Birla	773989	0.03%	0.03%
5.	Smt. Neerja Birla	102286	0.00%	0.00%
6.	Smt. Vasavadatta Bajaj	165951	0.01%	0.01%
7.	Birla Consultants Limited	122334	0.01%	0.01%
8.	Birla Industrial Finance (India) Limited	122479	0.01%	0.01%
9.	Birla Industrial Investments (India) Limited	26119	0.00%	0.00%
10.	ECE Industries Ltd.	471931	0.02%	0.02%
11.	Hindalco Industries Limited	39511455	1.71%	1.71%
12.	Birla Group Holdings Private Limited	175006156	7.56%	7.56%
13.	Rajratna Holdings Private Limited	938	0.00%	0.00%
14.	Umang Commercial Company Private Limited	37444766	1.62%	1.62%
15.	Vikram Holdings Pvt. Ltd	1050	0.00%	0.00%
16.	Vaibhav Holdings Private Limited	938	0.00%	0.00%
17.	Birla Institute of Technology and Science	925687	0.04%	0.04%
18.	Pilani Investment and Industries Corporation Ltd.	33601721	1.45%	1.45%
19.	Renuka Investments & Finance Limited	339059	0.01%	0.01%

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20.	IGH Holdings Private Limited	47137810	2.04%	2.04%
21.	Surya Kiran Investments Pte. Limited	22500000	0.97%	0.97%
	TOTAL	1667672067	72.09%	72.09%

Details of 3,36,16,128 GDRs held by Promoter/ Promoter Group/ Person Acting in Concert being instrument that would entitle the holder to receive the shares in Aditya Birla Capital Limited:

Sr. No.	Name of the Shareholder	@Total number of equity shares held prior to the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
22.	P T Indo Bharat Rayon	28005628	1.21%	1.21%
23.	P T Sunrise Bumi Textiles	1776250	0.08%	0.08%
24.	P T Elegant Textiles Industry	1132250	0.05%	0.05%
25.	Thai Rayon Public Company Limited	2695000	0.12%	0.12%
26.	Surya Kiran Investments Pte. Limited	7000	0.00%	0.00%
	Total	33616128	1.45%	1.45%
	Grand Total (Shares + GDRs)	1701288195	73.54%	73.54%

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 27th February 2020.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(@) Post change in share capital of Aditya Birla Capital Limited





Table B

@Details of Shares carrying voting rights acquired/~~sold~~:

Sr. No.	Name of the Shareholder	@Number of equity shares acquired in the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Grasim Industries Limited	NIL	N.A.	N.A.
2.	Shri Kumar Mangalam Birla	NIL	N.A.	N.A.
3.	Aditya Vikram Kumar Mangalam Birla HUF	NIL	N.A.	N.A.
4.	Smt. Rajashree Birla	NIL	N.A.	N.A.
5.	Smt. Neerja Birla	NIL	N.A.	N.A.
6.	Smt. Vasavadatta Bajaj	NIL	N.A.	N.A.
7.	Birla Consultants Limited	NIL	N.A.	N.A.
8.	Birla Industrial Finance (India) Limited	NIL	N.A.	N.A.
9.	Birla Industrial Investments (India) Limited	NIL	N.A.	N.A.
10.	ECE Industries Ltd.	NIL	N.A.	N.A.
11.	Hindalco Industries Limited	NIL	N.A.	N.A.
12.	Birla Group Holdings Private Limited	NIL	N.A.	N.A.
13.	Rajratna Holdings Private Limited	NIL	N.A.	N.A.
14.	Umang Commercial Company Private Limited	NIL	N.A.	N.A.
15.	Vikram Holdings Pvt. Ltd	NIL	N.A.	N.A.
16.	Vaibhav Holdings Private Limited	NIL	N.A.	N.A.
17.	Birla Institute of Technology and Science	NIL	N.A.	N.A.
18.	Pilani Investment and Industries Corporation Ltd.	NIL	N.A.	N.A.

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19.	Renuka Investments & Finance Limited	NIL	N.A.	N.A.
20.	IGH Holdings Private Limited	NIL	N.A.	N.A.
21.	Surya Kiran Investments Pte. Limited	NIL	N.A.	N.A.
	TOTAL	NIL	N.A.	N.A.

Details of GDRs held by Promoter/ Promoter Group/ Person Acting in Concert being instrument that would entitle the holder to receive the shares in Aditya Birla Capital Limited:

Sr. No.	Name of the Shareholder	@Number of equity shares acquired in the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
22.	P T Indo Bharat Rayon	NIL	N.A.	N.A.
23.	P T Sunrise Bumi Textiles	NIL	N.A.	N.A.
24.	P T Elegant Textiles Industry	NIL	N.A.	N.A.
25.	Thai Rayon Public Company Limited	NIL	N.A.	N.A.
26.	Surya Kiran Investments Pte. Limited	NIL	N.A.	N.A.
	Total	NIL	N.A.	N.A.
	Grand Total (Shares + GDRs)	NIL	N.A.	N.A.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 27th February 2020.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(@) Post change in share capital of Aditya Birla Capital Limited





Table C

@Details of Shares carrying voting rights, after the acquisition:

Sr. No.	Name of the Shareholder	@Total number of equity shares held after the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Grasim Industries Limited	1309240000	54.25%	54.25%
2.	Shri Kumar Mangalam Birla	51790	0.00%	0.00%
3.	Aditya Vikram Kumar Mangalam Birla HUF	125608	0.01%	0.01%
4.	Smt. Rajashree Birla	773989	0.03%	0.03%
5.	Smt. Neerja Birla	102286	0.00%	0.00%
6.	Smt. Vasavadatta Bajaj	165951	0.01%	0.01%
7.	Birla Consultants Limited	122334	0.01%	0.01%
8.	Birla Industrial Finance (India) Limited	122479	0.01%	0.01%
9.	Birla Industrial Investments (India) Limited	26119	0.00%	0.00%
10.	ECE Industries Ltd.	471931	0.02%	0.02%
11.	Hindalco Industries Limited	39511455	1.64%	1.64%
12.	Birla Group Holdings Private Limited	175006156	7.25%	7.25%
13.	Rajratna Holdings Private Limited	938	0.00%	0.00%
14.	Umang Commercial Company Private Limited	37444766	1.55%	1.55%
15.	Vikram Holdings Pvt. Ltd	1050	0.00%	0.00%
16.	Vaibhav Holdings Private Limited	938	0.00%	0.00%
17.	Birla Institute of Technology and Science	925687	0.04%	0.04%
18.	Pilani Investment and Industries Corporation Ltd.	33601721	1.39%	1.39%
19.	Renuka Investments & Finance Limited	339059	0.01%	0.01%

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20.	IGH Holdings Private Limited	47137810	1.95%	1.95%
21.	Surya Kiran Investments Pte. Limited	22500000	0.93%	0.93%
	TOTAL	1667672067	69.10%	69.10%

Details of 33616128 GDRs held by Promoter/ Promoter Group/ Person Acting in Concert being instrument that would entitle the holder to receive the shares in Aditya Birla Capital Limited:

Sr. No.	Name of the Shareholder	@Total number of equity shares held after the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
22.	P T Indo Bharat Rayon	28005628	1.16%	1.16%
23.	P T Sunrise Bumi Textiles	1776250	0.07%	0.07%
24.	P T Elegant Textiles Industry	1132250	0.05%	0.05%
25.	Thai Rayon Public Company Limited	2695000	0.11%	0.11%
26.	Surya Kiran Investments Pte. Limited	7000	0.00%	0.00%
	Total	33616128	1.39%	1.39%
	Grand Total (Shares + GDRs)	1701288195	70.49%	70.49%

(*) Total share capital/voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended vide the Target Company's corporate announcement dated 27th February 2020.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(@) Post change in share capital of Aditya Birla Capital Limited

For Grasim Industries Limited

(on behalf of itself and other Promoter(s)/Members of the Promoter Group)

Hutokshi Wadia

President & Company Secretary

Place: Mumbai

Date: 2nd March 2020



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