

CFL/LS/216/2015-16

December 1, 2015

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. BSE- Scrip Code: 532938	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051. NSE - Symbol – CAPF
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Sub.: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/Madam,

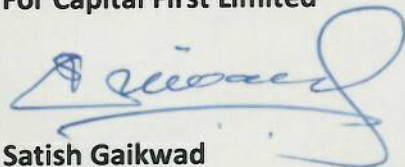
Please find attached herewith disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Capital First Limited



Satish Gaikwad
Head – Legal, Compliance & Company Secretary



Encl: as above

Disclosure 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	Capital First Limited		
Whether the acquirer belongs to Promoter/ Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd and National Stock Exchange of India Limited and 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 (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	27,10,000	6.40	6.40
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 TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	27,10,000	6.40	6.40
Details of acquisition/sale			
a) Shares carrying voting rights acquired/ sold	-	-	-
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	17,50,000	4.14	4.14
e) Total (a+b+c+/-d)	17,50,000	4.14	4.14

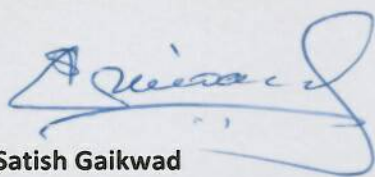


After the acquisition/sale, holding of:			
a) Shares carrying voting rights	-	-	-
b) Shares encumbered with the acquirer	44,60,000	10.54	10.54
c) VRs otherwise than by shares	-	-	-
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	44,60,000	10.54	10.54
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Pledge of Shares		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	November 16, 2015 – 1,25,000 shares November 16, 2015 – 75,000 shares November 24, 2015 – 4,00,000 shares November 30, 2015 – 11,50,000 shares		
Equity share capital / total voting capital of the TC before the said acquisition / sale	4,23,10,724 equity shares		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	4,23,10,724 equity shares		
Total diluted share/voting capital of the TC after the said acquisition	4,23,10,724 equity shares		

(*) 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 Capital First Limited



Satish Gaikwad
Head – Legal, Compliance & Company Secretary



Place: Mumbai

Date: December 01, 2015