

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

Name of the Target Company (TC)		Phoenix Mills Limited	
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer		T. Rowe Price New Asia Fund	
Whether the acquirer belongs to Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed		Bombay Stock Exchange Ltd. National Stock Exchange of India Ltd.	
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	7,537,325	5.20%	
b) Voting rights (VR) otherwise than by shares	NIL	NIL	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	
d) Total (a+b+c)	7,537,325	5.20%	
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	635,000	.43%	
b) VRs acquired /sold otherwise than by shares	NIL	NIL	
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	NIL	
d) Total (a+b+c)	635,000	.43%	

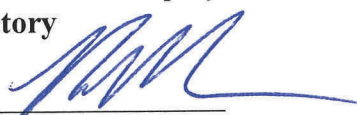
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	6,902,325	4.76%	
b) VRs otherwise than by shares	NIL	NIL	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	
d) Total (a+b+c)	6,902,325	4.76%	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).		Open Market Sale	
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable		13 August 2013	
Equity share capital / total voting capital of the TC before the said acquisition / sale		144,845,445	
Equity share capital/ total voting capital of the TC after the said acquisition / sale		144,845,445	
Total diluted share/voting capital of the TC after the said acquisition		N.A.	

(*) 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 of the acquirer / seller / Authorised Signatory

Place: Baltimore, MD USA

Date: 15 August 2013



Ryan Nolan, Vice President
T. Rowe Price Associates, Inc. on behalf of
T. Rowe Price New Asia Fund
