



2nd March, 2016

Department of Corporate Services
BSE Limited
PJ Towers,
Dalal Street
Fort
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, 'G' Block
Bandra-Kurla Complex
Bandra (E),
Mumbai 400 051

Dear Sirs,

Sub: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Code, 2011") and Disclosure under Regulation 29(2) of Takeover Code, 2011

In connection with the allotment of Equity Shares of 'The Indian Hotels Company Limited' pursuant to conversion of Compulsorily Convertible Debentures issued by a Rights Issue, we are submitting herewith the following:

- (1) Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Code, 2011")
- (2) Disclosure under Regulation 29(2) of Takeover Code, 2011

Kindly acknowledge receipt.

Yours faithfully,
TATA SONS LIMITED

(F N Subedar)
Chief Operating Officer
and Company Secretary

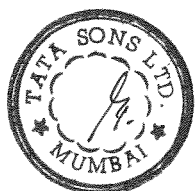
TATA SONS LIMITED

Bombay House 24 Homi Mody Street Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 8080 e-mail tatasons@tata.com
website www.tata.com CIN U99999MH1917PLC000478



Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	Name of the Target Company (TC)	The Indian Hotels Company Limited	
2	Name of the acquirer(s)	Tata Sons Limited Ewart Investments Limited Tata Capital Limited Tata Investment Corporation Limited Tata Chemicals Limited Tata Global Beverages Limited Tata Industries Limited Oriental Hotels Limited Taida Trading and Industries Limited Taj Madurai Limited	
3	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Allotment of shares pursuant to conversion of Compulsorily Convertible Debentures issued by a Rights Issue by Letter of Offer dated 16.07.2014	
5	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(4)(a) and(b)	
6	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	No disclosure was required to be made under Regulation 10(5)	
7	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made - Actual
	a. Name of the transferor / seller	N.A.	N.A.
	b. Date of acquisition	N.A.	N.A.
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N.A.	N.A.
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N.A.	N.A.
	e. Price at which shares are proposed to be acquired / actually acquired	N.A.	N.A.



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8	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a	Each Acquirer / Transferee(*)				
	Tata Sons Limited	202,052,004	25.02	277,063,351	28.01
	Ewart Investments Limited	1,318,543	0.16	1,773,088	0.18
	Tata Capital Limited	12,000	0.00	14,700	0.00
	Tata Investment Corporation Limited	9,894,060	1.23	13,392,950	1.35
	Tata Chemicals Limited	7,271,666	0.90	8,907,790	0.90
	Tata Global Beverages Limited	1,687,742	0.21	2,067,483	0.21
	Tata Industries Limited	452,571	0.06	554,399	0.06
	Oriental Hotels Limited	511,836	0.06	626,999	0.06
	Taida Trading and Industries Limited	127,768	0.02	156,515	0.02
	Taj Madurai Limited	765,574	0.09	937,828	0.09
	Total	224,093,764	27.75	305,495,103	30.88
b	Each Seller / Transferor	-			
	Total	-	0.00	-	0.00
	Other entities in the category Promoter / members of Promoter Group who were restrained from subscribing to the rights issue on account of statutory restrictions				
	Sir Dorabji Tata Trust	50,221,040	6.22	50,221,040	5.08
	Lady Tata Memorial Trust	17,728,200	2.20	17,728,200	1.79
	Sir Ratan Tata Trust	11,023,220	1.37	11,023,220	1.11
	Total	78,972,460	9.78	78,972,460	7.98

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.

Signature:

TATA SONS LIMITED

F. N. SUBEDAR

Chief Operating Officer
and Company Secretary

Date: 02.03.2016

Place: Mumbai

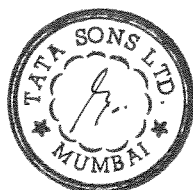
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

9/11



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

Name of the Target Company (TC)	The Indian Hotels Company Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Tata Sons Limited Ewart Investments Limited Tata Capital Limited Tata Investment Corporation Limited Tata Chemicals Limited Tata Global Beverages Limited Tata Industries Limited Oriental Hotels Limited Taida Trading and Industries Limited Taj Madurai Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
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			
Tata Sons Limited	202052004	25.02	20.42
Ewart Investments Limited	1318543	0.16	0.13
Tata Capital Limited	12000	0.00	0.00
Tata Investment Corporation Limited	9894060	1.23	1.00
Tata Chemicals Limited	7271666	0.90	0.74
Tata Global Beverages Limited	1687742	0.21	0.17
Tata Industries Limited	452571	0.06	0.05
Oriental Hotels Limited	511836	0.06	0.05
Taida Trading and Industries Limited	127768	0.02	0.01
Taj Madurai Limited	765574	0.09	0.08
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking / others)	--	--	--
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 T C (specify holding in each category) - Compulsorily Convertible Debentures (CCDs)	--	--	--
Holding of			
Tata Sons Limited	75011347		
Ewart Investments Limited	454545		
Tata Capital Limited	2700		
Tata Investment Corporation Limited	3498890		
Tata Chemicals Limited	1636124		
Tata Global Beverages Limited	379741		
Tata Industries Limited	101828		
Oriental Hotels Limited	115163		
Taida Trading and Industries Limited	28747		
Taj Madurai Limited	172254		
e) Total (a+b+c+d)			
Holding of	Equity Shares		
Tata Sons Limited	202052004	25.02	20.42
Ewart Investments Limited	1318543	0.16	0.13
Tata Capital Limited	12000	0.00	0.00
Tata Investment Corporation Limited	9894060	1.23	1.00
Tata Chemicals Limited	7271666	0.90	0.74
Tata Global Beverages Limited	1687742	0.21	0.17
Tata Industries Limited	452571	0.06	0.05
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			CCDs
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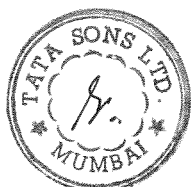


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Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Tata Sons Limited	75011347	2.98	2.98
Ewart Investments Limited	454545	0.02	0.02
Tata Capital Limited	2700	0.00	0.00
Tata Investment Corporation Limited	3498890	0.13	0.13
Tata Chemicals Limited	1636124	0.00	0.00
Tata Global Beverages Limited	379741	0.00	0.00
Tata Industries Limited	101828	0.00	0.00
Oriental Hotels Limited	115163	0.00	0.00
Taida Trading and Industries Limited	28747	0.00	0.00
Taj Madurai Limited	172254	0.00	0.00
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	--	--	--
e) Total (a+b+c/-d)			
Tata Sons Limited	75011347	2.98	2.98
Ewart Investments Limited	454545	0.02	0.02
Tata Capital Limited	2700	0.00	0.00
Tata Investment Corporation Limited	3498890	0.13	0.13
Tata Chemicals Limited	1636124	0.00	0.00
Tata Global Beverages Limited	379741	0.00	0.00
Tata Industries Limited	101828	0.00	0.00
Oriental Hotels Limited	115163	0.00	0.00
Taida Trading and Industries Limited	28747	0.00	0.00
Taj Madurai Limited	172254	0.00	0.00
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
Tata Sons Limited	277063351	28.01	28.01
Ewart Investments Limited	1773088	0.18	0.18
Tata Capital Limited	14700	0.00	0.00
Tata Investment Corporation Limited	13392950	1.35	1.35
Tata Chemicals Limited	8907790	0.90	0.90
Tata Global Beverages Limited	2067483	0.21	0.21
Tata Industries Limited	554399	0.06	0.06
Oriental Hotels Limited	626999	0.06	0.06
Taida Trading and Industries Limited	156515	0.02	0.02
Taj Madurai Limited	937828	0.09	0.09
b) Shares encumbered with the acquirer	--	--	--
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)			
Tata Sons Limited	277063351	28.01	28.01
Ewart Investments Limited	1773088	0.18	0.18
Tata Capital Limited	14700	0.00	0.00
Tata Investment Corporation Limited	13392950	1.35	1.35
Tata Chemicals Limited	8907790	0.90	0.90
Tata Global Beverages Limited	2067483	0.21	0.21
Tata Industries Limited	554399	0.06	0.06
Oriental Hotels Limited	626999	0.06	0.06
Taida Trading and Industries Limited	156515	0.02	0.02
Taj Madurai Limited	937828	0.09	0.09





Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Allotment of shares on conversion of Compulsorily Convertible Debentures (CCDs) allotted on Rights basis in the ratio of 1:1
Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	1st March, 2016
Equity share capital / total voting capital of the TC before the said acquisition / sale (No. of Shares)	807,472,787
Equity share capital/ total voting capital of the TC after the said acquisition / sale (No. of Shares)	989,274,015
Total diluted share/voting capital of the TC after the said acquisition (No. of Shares)	989,274,015
(*) 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.	

Additional Information

The aggregate holding of the other entities in the category Promoter / members of Promoter Group before and after allotment of shares on conversion of CCDs issued on rights basis is given below.

	Before allotment of shares on conversion of CCDs		After allotment of shares on conversion of CCDs	
	No. of shares	% w.r.t. total Capital	No. of shares	% w.r.t. total Capital
Aggregate holding of other entities in the category Promoter / members of Promoter Group namely , Sir Dorabji Tata Trust, Lady Tata Memorial Trust and Sir Ratan Tata Trust, who were restrained from subscribing to the rights issue on account of statutory restrictions	78,972,460	9.78	78,972,460	7.98

Signature of the acquirer / seller / Authorised Signatory

TATASONS LIMITED

F. N. Subedar

F. N. SUBEDAR
Chief Operating Officer
and Company Secretary

Place: Mumbai
Date: 02.03.2016

[Signature]