

February 16, 2017

To,

The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001

The Listing Department,
The National Stock Exchange of India Ltd
Bandra-Kurla Complex, Mumbai.

Ref: The Phoenix Mills Limited (503100/PHOENIXLTD)

Sub: Acquisition of indirect stake by the Company in its subsidiary, Gangetic Hotels Pvt Ltd

Dear Sirs,

This is further to our letter dated September 17, 2016 regarding execution of Share/Security Purchase Agreements for acquisition, by the Company/its nominees, of the entire equity /debenture holding from other shareholders/debenture holders in its subsidiaries & affiliates.

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Company's nominee/wholly owned subsidiary, Palladium Constructions Private Limited (PCPL) has acquired the entire equity shareholding of Leine River Ltd and Fuhse River Ltd in Gangetic Hotels Pvt Ltd (GHPL), a subsidiary of the Company, aggregating to 39.15% on February 15, 2017. Subsequent to the foresaid acquisition by PCPL, the effective equity shareholding of the Company in GHPL has increased from 42.98% to 74.11%.

Disclosure in terms of Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is attached as Annexure I:

We request you to kindly take the above information on record.

Regards,

For **The Phoenix Mills Limited**


Company Secretary

Annexure I

Sr. No.	Details of Events required to be disclosed	Disclosure
a.	Name of the target entity, details in brief such as size, turnover etc.;	GHPL is a company incorporated on July 30, 2007 and having its registered office at Mahmoodabad Estate Building 15, Hazratganj, Lucknow, Uttar Pradesh - 226 001, in the State of Uttar Pradesh, India with an annual turnover of Rs. 28.82 Crores and net-worth of Rs. 3.38 Crores as on March 31, 2016.
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length";	Since the transaction is between PCPL, a wholly owned subsidiary of the Company and the shareholders of GHPL, another subsidiary of the Company, the transaction will not fall within related party transaction(s) for the Company.
c.	Industry to which the entity being acquired belongs	GHPL is a subsidiary of the Company belonging to the Phoenix Group and is engaged in the business of developing and owning hotels and currently owns the hotel known as the Courtyard by Marriott in Agra.
d.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The referred acquisition is in line with the Company's agenda of consolidating its stake in its existing businesses.
e.	Brief details of any governmental or regulatory approvals required for the acquisition	No regulatory approvals are required for the acquisition.
f.	Indicative time period for completion of the acquisition	The Company's subsidiary has completed the acquisition on February 15, 2017
g.	Nature of consideration - whether cash consideration or share swap and details of the same;	Consideration has been paid in cash
h.	Cost of acquisition or the price at which the shares are acquired;	PCPL has acquired the aforesaid shares for a cumulative consideration of Rs. 5 Crores



i.	Percentage of shareholding / control acquired and / or number of shares acquired;	PCPL has acquired the entire equity shareholding of Leine River Ltd and Fuhse River Ltd in GHPL, a subsidiary of the Company, aggregating to 39.15% on February 15, 2017. Subsequent to the aforesaid acquisition by PCPL, the effective equity shareholding of the Company in GHPL has increased from 42.98% to 74.11%.
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	GHPL is a company incorporated on July 30, 2007 in India and having its registered office at Mahmoodabad Estate Building 15, Hazratganj, Lucknow, Uttar Pradesh – 226 001, in the State of Uttar Pradesh, India with an annual turnover of Rs. 28.82 Crores. The Company commenced its operations on April 1, 2015 and hence, turnover for FY 2014-15 and FY 2013-14 not applicable. GHPL is a subsidiary of the Company belonging to the Phoenix Group and is engaged in the business of developing and owning hotels and currently owns the hotel known as the Courtyard by Marriott in Agra.

