

April 7, 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.

The Phoenix Mills Limited,
462, Senapati Bapat Marg,
Lower Parel,
Mumbai- 400013

Ref: The Phoenix Mills Limited (503100/ PHOENIXLTD)

**Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial
Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

I, promoter of The Phoenix Mills Limited, am enclosing herewith disclosure under Regulation 30(1) and (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as on March 31, 2017, on behalf of all promoters, promoter group companies and persons acting in concert which are as follows:

1. Mr. Ashokkumar Radhakrishna Ruia
2. Mr. Atul Ashokkumar Ruia
3. Ms. Amla Ashokkumar Ruia
4. Ms. Gayatri Atul Ruia
5. Senior Advisory Services Pvt. Ltd. (formerly known as Senior Holding Pvt. Ltd.).
6. Ashok Apparels Pvt. Ltd.
7. Radhakrishna Ramnarain Pvt. Ltd.
8. Ruia International Holding Company Pvt. Ltd.
9. Ashton Real Estate Development Pvt. Ltd.
10. Sharanya A Ruia Beneficiary Trust

Kindly take the same on record.

Regards,


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Ashokkumar Ruia
On behalf of other Promoters,
Promoter Group Companies and
Persons Acting in Concert

Encl.: as above

Disclosure under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	The Phoenix Mills Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited and BSE Limited		
3. Particulars of the shareholder(s) : a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive in TC) is more than 25% of voting rights of the TC or b. Name (s) of promoter(s), member of the promoter group and PAC with him.	Disclosure as given in point 3 b. Promoters 1. Mr. Ashokkumar Radhakrishna Ruia 2. Mr. Atul Ashokkumar Ruia Persons Acting in Concert Relatives of Promoters 3. Ms. Amla Ashokkumar Ruia 4. Ms. Gayatri Atul Ruia Group Companies 5. Ashok Apparels Private Limited 6. Radhakrishna Ramnarain Private Limited 7. Senior Advisory Services Private Limited (formerly known as Senior Holding Pvt. Ltd.) 8. Ruia International Holding Company Pvt. Ltd. 9. Ashton Real Estate Development Pvt. Ltd. 10. Sharanya A Ruia Beneficiary Trust		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
As of March 31st of the year, 2017 holding of:			
a) Shares			
Promoter			
1. Ashokkumar Radhakrishna Ruia	36,59,594	2.39	2.39
2. Atul Ashokkumar Ruia	24,03,501	1.57	1.57
Persons Acting in Concert			
Relatives of Promoters			
3. Amla Ashokkumar Ruia	21,25,000	1.39	1.39
4. Gayatri Atul Ruia	15,34,890	1.00	1.00
Group Companies			
5. Ashok Apparels Private Limited	96,70,665	6.32	6.32
6. Radhakrishna Ramnarain Private Limited	1,16,67,800	7.62	7.62
7. Senior Advisory Services Private Limited (formerly known as Senior Holding Pvt. Ltd.)	1,54,90,049	10.12	10.12
8. Ruia International Holding Company Pvt. Ltd.	4,93,47,248	32.24	32.24
9. Ashton Real Estate Development Private Limited	33,200	0.02	0.02
10. Sharanya A Ruia Beneficiary Trust	2,78,935	0.18	0.18

b) Voting Rights (otherwise than by shares)	-	-	-
c) Warrants			
d) Convertible Securities	-		
e) Any other instrument that would entitle the holder to receive shares in the TC.			
Total	96,210,882	62.85	62.85

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Signature of the Authorised Signatory :

Ashokkumar Ruia (On behalf of other Promoters, Promoter Group Companies and Persons Acting in Concert)

Place

Mumbai

Date

April 7, 2017

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.