

RHC Holding Private Limited

REGD. OFF. : 54, JANPATH, NEW DELHI – 110001. PH. : (91-11) 40188100 FAX : (91-11) 40188150-51
CIN : U67190DL2007PTC162322 Email : rhcholding@gmail.com

Date: 31.03.2015

1.	National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 <i>Kind Attn: The Manager, Listing Department</i>	2.	BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. <i>Kind Attn: The General Manager (CRD)</i>
3.	Religare Enterprises Limited D3, P3B, District Centre, Saket, New Delhi – 110017 <i>Kind Attn: Company Secretary</i>		

Sub.: Disclosure pursuant to Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding Acquisition of Equity Shares of Religare Enterprises Limited.

Dear Sir/Madam,

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclosing herewith in the prescribed format, a self-explanatory description of the details of the acquisition of 46,37,100 equity shares of Religare Enterprises Limited by way of inter-se transfer of shares amongst persons who are part of promoter group of the company.

Thanking you,

Yours faithfully,
For RHC Holding Private Limited


Director/Authorised Signatory



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

Name of the Target Company (TC)	Religare Enterprises Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: RHC Holding Pvt. Ltd. Persons acting in Concert: 1) RHC Finance Pvt. Ltd. 2) Malvinder Mohan Singh 3) Shivinder Mohan Singh 4) Aditi Shivinder Singh 5) Japna Malvinder Singh 6) Abhishek Singh 7) Malav Holdings Pvt. Ltd. (Seller) 8) Shivi Holdings Pvt. Ltd. (Seller)		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1) BSE Ltd. 2) 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			
Acquirer RHC Holding Pvt. Ltd.	17302258	9.70	9.70
PACs			
1) RHC Finance Pvt. Ltd.	29112634	16.33	16.33
2) Malvinder Mohan Singh	11123525	6.24	6.24
3) Shivinder Mohan Singh	10876602	6.10	6.10
4) Aditi Shivinder Singh	166	0.00	0.00
5) Japna Malvinder Singh	166	0.00	0.00
6) Abhishek Singh	50	0.00	0.00
7) Malav Holdings Pvt. Ltd. (Seller)#	11198100	6.28	6.28
8) Shivi Holdings Pvt. Ltd. (Seller)##	11209000	6.29	6.29
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)	-	-	-
e) Total (a+b+c+d)	90822501	50.93	50.93
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	46,37,100	2.60	2.60
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)	46,37,100	2.60	2.60
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			



Acquirer RHC Holding Pvt. Ltd.	21939358	12.30	12.30
PACs			
1) RHC Finance Pvt. Ltd.	29112634	16.33	16.33
2) Malvinder Mohan Singh	11123525	6.24	6.24
3) Shivinder Mohan Singh	10876602	6.10	6.10
4) Aditi Shivinder Singh	166	0.00	0.00
5) Japna Malvinder Singh	166	0.00	0.00
6) Abhishek Singh	50	0.00	0.00
7) Malav Holdings Private Limited	7770000	4.36	4.36
8) Shivi Holdings Private Limited	10000000	5.61	5.61
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)	90822501	50.93	50.93
Mode of acquisition sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer of shares amongst persons who are part of promoter group of the TC		
Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	30.03.2015		
Equity share capital / total voting capital of the TC before the said acquisition /sale	Rs. 1,78,32,98,080 /- (comprising 17,83,29,808 fully paid-up equity shares of face value Rs. 10/- each).		
Equity share capital/ total voting capital of the TC after the said acquisition /sale	Rs. 1,78,32,98,080 /- (comprising 17,83,29,808 fully paid-up equity shares of face value Rs. 10/- each).		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 1,78,32,98,080 /- (comprising 17,83,29,808 fully paid-up equity shares of face value Rs. 10/- each).		

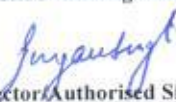
#These 34,28,100 shares, constituting 1.92% of the total issued and paid up share capital of Religare Enterprises Limited, had been encumbered by Malav Holdings Private Limited in favour of lenders. The encumbrance on these shares was released prior to the transfer in favour of RHC Holding Private Limited and recreated by RHC Holding Private Limited, post the transfer. Malav Holdings Private Limited has separately filed disclosure under Regulation 31(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations") regarding the release of the encumbrance. RHC Holding Private Limited has separately filed a disclosure under Regulation 31(1) of the Takeover Regulations regarding the creation of the encumbrance.

##These 12,09,000 shares, constituting 0.68% of the total issued and paid up share capital of Religare Enterprises Limited, had been encumbered by Shivi Holdings Private Limited in favour of lenders. The encumbrance on these shares was released prior to the transfer in favour of RHC Holding Private Limited and recreated by RHC Holding Private Limited, post the transfer. Shivi Holdings Private Limited has separately filed disclosure under Regulation 31(2) of the Takeover Regulations regarding the release of the encumbrance. RHC Holding Private Limited has separately filed a disclosure under Regulation 31(1) of the Takeover Regulations regarding the creation of the encumbrance.

(*) 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 RHC Holding Private Limited


Director/Authorised Signatory

Place: New Delhi

Date: 31.03.2015

